



APPLICATIONS ACCEPTED (RZ 2010-PR-014): October 20, 2010
APPLICATIONS AMENDED (RZ 2010-PR-014): February 2, 2011; June 9, 2011
APPLICATIONS ACCEPTED (RZ 2010-PR-014D & 04E): January 11, 2012
APPLICATION ACCEPTED (FDP 2010-PR-014D): August 14, 2012
PLANNING COMMISSION: January 30, 2013
BOARD OF SUPERVISORS: February 12, 2013
@ 3:30 pm

County of Fairfax, Virginia

January 30, 2013

STAFF REPORT ADDENDUM

RZ 2010-PR-014-D and RZ 2010-PR-014-E
FDP 2010-PR-014-D

PROVIDENCE DISTRICT

APPLICANT: Georgelas Group LLC

EXISTING ZONING: RZ 2010-PR-014-D: C-7, I-5, HC, SC
RZ 2010-PR-014-E: C-4, HC

PROPOSED ZONING: RZ 2010-PR-014-D: PTC, HC, SC
FDP 2010-PR-014-D: PTC, HC, SC
RZ 2010-PR-014-E: PTC, HC

PARCEL(S): RZ 2010-PR-014-D: 29-1 ((1)) 18C;
29-3 ((1)) 54A, 57, 57B, 57G
FDP 2010-PR-014-D: 29-3 ((1)) 54A
RZ 2010-PR-014-E: 29-3 ((1)) 63C

ACREAGE: RZ 2010-PR-014-D: 9.86 acres
FDP 2010-PR-014-D: 3.52 acres
RZ 2010-PR-014-E: 7.39 acres

FAR/DENSITY: RZ 2010-PR-014-D: 6.44 FAR (550-2,035 dwelling units)
FDP 2010-PR-014-D: 2.95 FAR (150-436 dwelling units)
RZ 2010-PR-014-E: 3.29 FAR (110-234 dwelling units under res. opt.)

PLAN MAP: RZ 2010-PR-014-D: Transit Station Mixed Use and Park /
Open Space
FDP 2010-PR-014-D: Transit Station Mixed Use
RZ 2010-PR-014-E: Transit Station Mixed Use

PROPOSAL:

RZ 2010-PR-014-D: To rezone five parcels to the Planned Tysons Corner Urban District (PTC District) for a mixed use development of seven buildings, including multi-family residential, office and hotel buildings ranging up to 400 feet in height, with ground floor retail and other uses.

FDP 2010-PR-014-D: To approve the final development plan on a portion of the land area of RZ 2010-PR-014-D for a single high-rise residential building, an interim park and an option to retain or remove an existing building.

RZ 2010-PR-014-E: To rezone to the PTC District to permit the addition of three additional buildings to an existing office park (two existing buildings to remain) adding office and hotel or residential uses, with possible ground floor retail / other uses.

STAFF RECOMMENDATIONS:

Staff recommends approval of RZ 2010-PR-014-D, subject to the execution of proffers consistent with those contained in Attachment 1.

Staff recommends approval of FDP 2010-PR-014-D, subject to FDP conditions consistent with those contained in Attachment 2 and to the Board's approval of RZ 2010-PR-014-D.

Staff recommends approval of RZ 2010-PR-014-E, subject to the execution of proffers consistent with those contained in Attachment 3.

Staff recommends approval of the following modifications and waivers for both RZ 2010-PR-014-D and RZ 2010-PR-014-E:

- Modification of all trails and bike trails in favor of the streetscape and on-road bike lane system shown on the Plans;
- Waiver of Par. 3 of Sect. 17-201 of the Zoning Ordinance to provide any additional interparcel connections to adjacent parcels beyond that shown on the Plans and as proffered;
- Waiver of Par. 4 of Sect. 17-201 of the Zoning Ordinance requiring any further dedication and construction for widening of existing roads to address Comprehensive Plan requirements beyond that which is indicated in the Plans and proffers;
- Waiver of Par. 1 of Sect. 6-506 of the Zoning Ordinance requiring a minimum district size of 10 acres in the PTC District;

- Waiver of a service drive on Route 7;
- Modification of interior and peripheral parking lot landscaping requirements for interim surface lots, when shown on an approved FDP or as applies to interim uses for existing conditions;
- Waiver of Zoning Ordinance Section 16-403 requiring a final development plan as a prerequisite to a site plan in the PTC District for the following features as shown on the CDP: public improvement plans associated with public streets, interim park space previously proffered with RZ 2010-PR-014A and located on RZ 2010-PR-014E, and minor modifications to the existing buildings on RZ 2010-PR-014E;
- Waiver of Sect. 11-302 of the Zoning Ordinance to allow a private street to exceed 600 feet in length as shown on the CDP;
- Modification of Sect. 7-0802.2 of the PFM to allow for the projection of structural columns into parking stall (no more than 4% of the stall area);
- Waiver to allow the use of underground stormwater management and best management practices in a residential development, subject to Waiver #8158-WPFM-002-1;
- Modification of the 10 year tree canopy requirements in favor of that shown on the Plans and as proffered;
- Modification of the tree preservation target in favor of that shown on the Plans and as proffered;
- Modification of Sect. 12-0702 1B (2) to permit the reduction of the minimum planter opening area for trees used to satisfy the tree cover requirement, in favor of that shown on the Plans and as proffered;
- Waiver of Par. 2 of Sect. 2-506 of the Zoning Ordinance to allow a parapet wall, cornice or similar projection to extend more than three feet above the roof, when shown on an approved FDP;
- Waiver of maximum fence height to permit an increase from seven feet to 14 feet for sport courts and other features when shown on an approved FDP;
- Modification of Par. 4 of Sect. 11-202 of the Zoning Ordinance requiring a minimum distance of 40 feet of a loading space from a drive aisle when shown on an approved FDP; and
- Modification of Sect. 7-0800 of the PFM to allow the use of tandem parking spaces with valet service to be counted as required parking (as permitted by the PTC District regulations) as described in the proffers.

It should be noted that it is not the intent of the staff to recommend that the Board, in adopting any conditions, relieve the applicant/owner from compliance with the

provisions of any applicable ordinances, regulations, or adopted standards; and that, should this application be approved, such approval does not interfere with, abrogate or annul any easements, covenants, or other agreements between parties, as they may apply to the property subject to this application

It should be noted that the content of this report reflects the analysis and recommendation of staff; it does not reflect the position of the Board of Supervisors.

For information, contact the Zoning Evaluation Division, Department of Planning and Zoning, 12055 Government Center Parkway, Suite 801, Fairfax, Virginia 22035-5505, (703) 324-1290 TTY 711 (Virginia Relay Center).

Tracy Strunk

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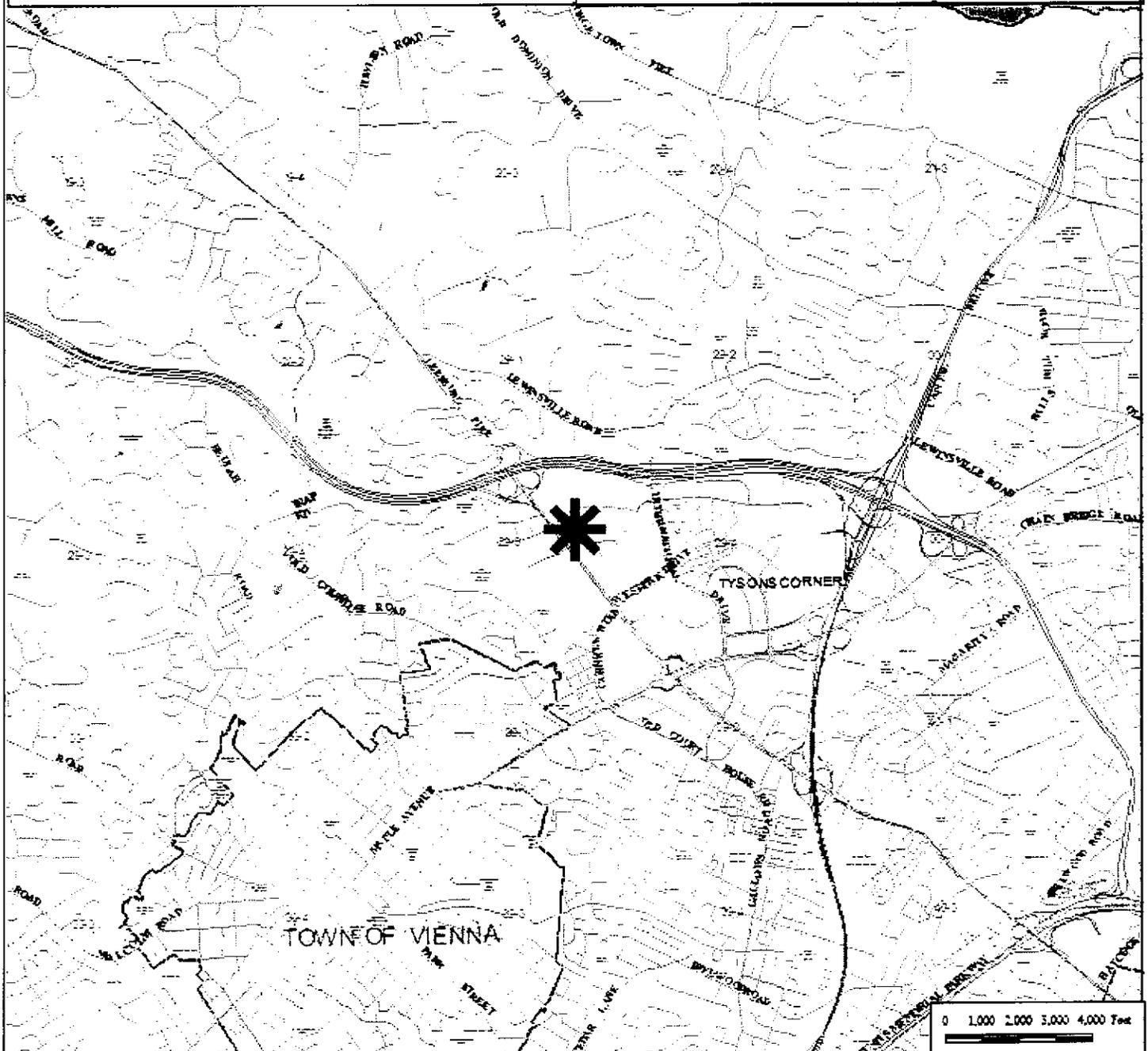
Americans with Disabilities Act (ADA): Reasonable accommodation is available upon 7 days advance notice.
For additional information on ADA call (703) 324-1334 or TTY 711 (Virginia Relay Center).

Rezoning Application

RZ 2010-PR-014 D

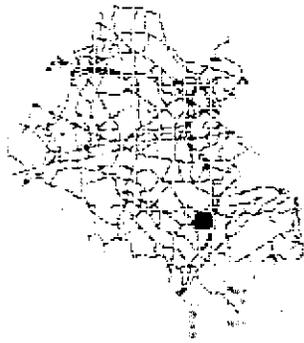


Applicant: GEORGELAS GROUP LLC
Accepted: 01.09.2012
Proposed: MIXED-USE
Area: 9.86 AC OF LAND;
DISTRICT - PROVIDENCE; ZIP - 22182
Located: NORTHEAST QUADRANT OF THE
INTERSECTION OF LEE SBURG PIKE
AND SPRING HILL ROAD
Zoning: FROM C-7 TO PTC, FROM I-5 TO PTC
Overlay Dist: SC, TYS, HC
Map Ref Num: 029-1- /01/ /0018C 029-1- /03/ /0054A
/03/ /0057 /03/ /0057B /03/ /0057G

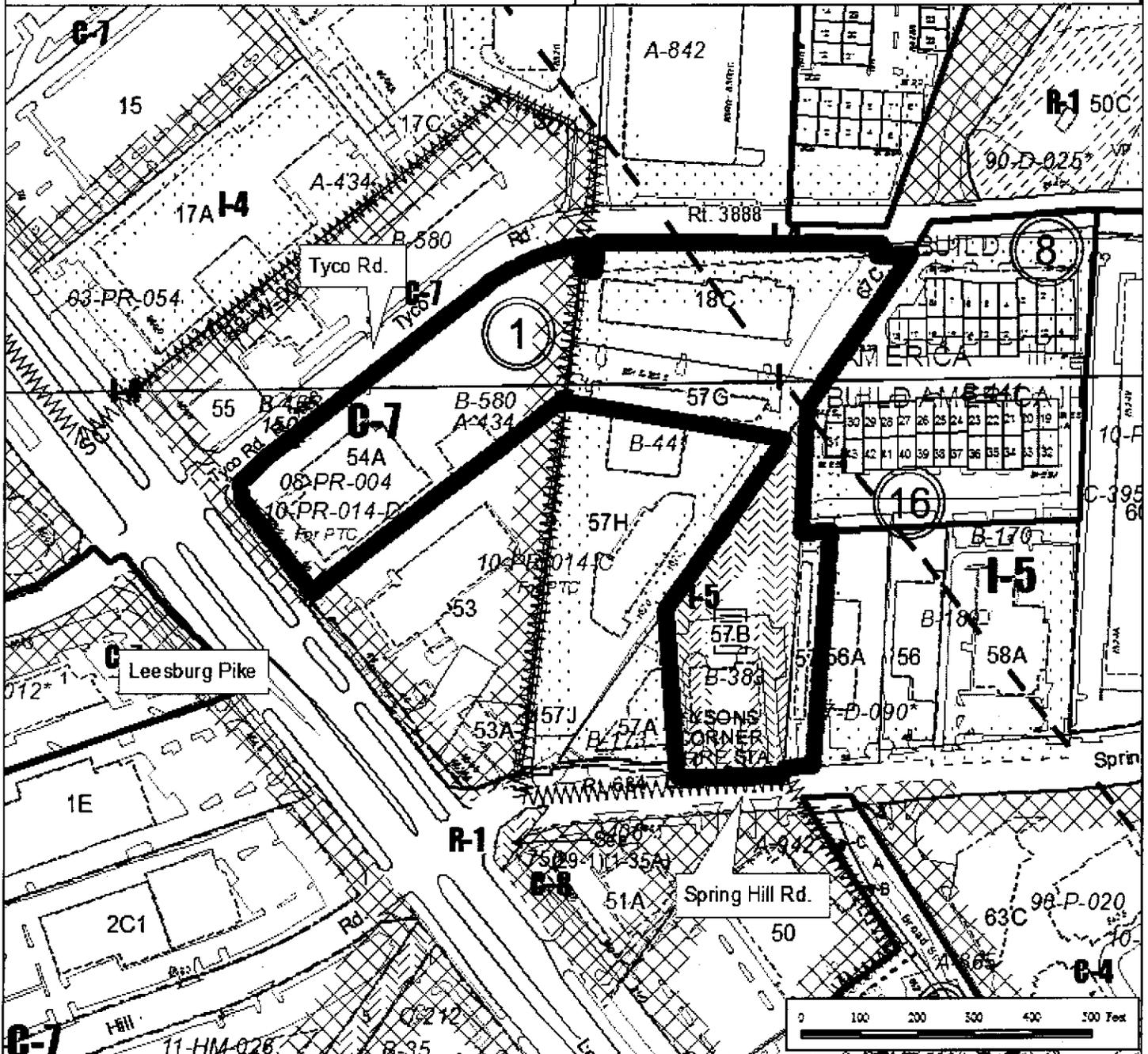


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Overlay Dist: SC, TYS, HC
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03-/0057 03-/0057B 03-/0057G



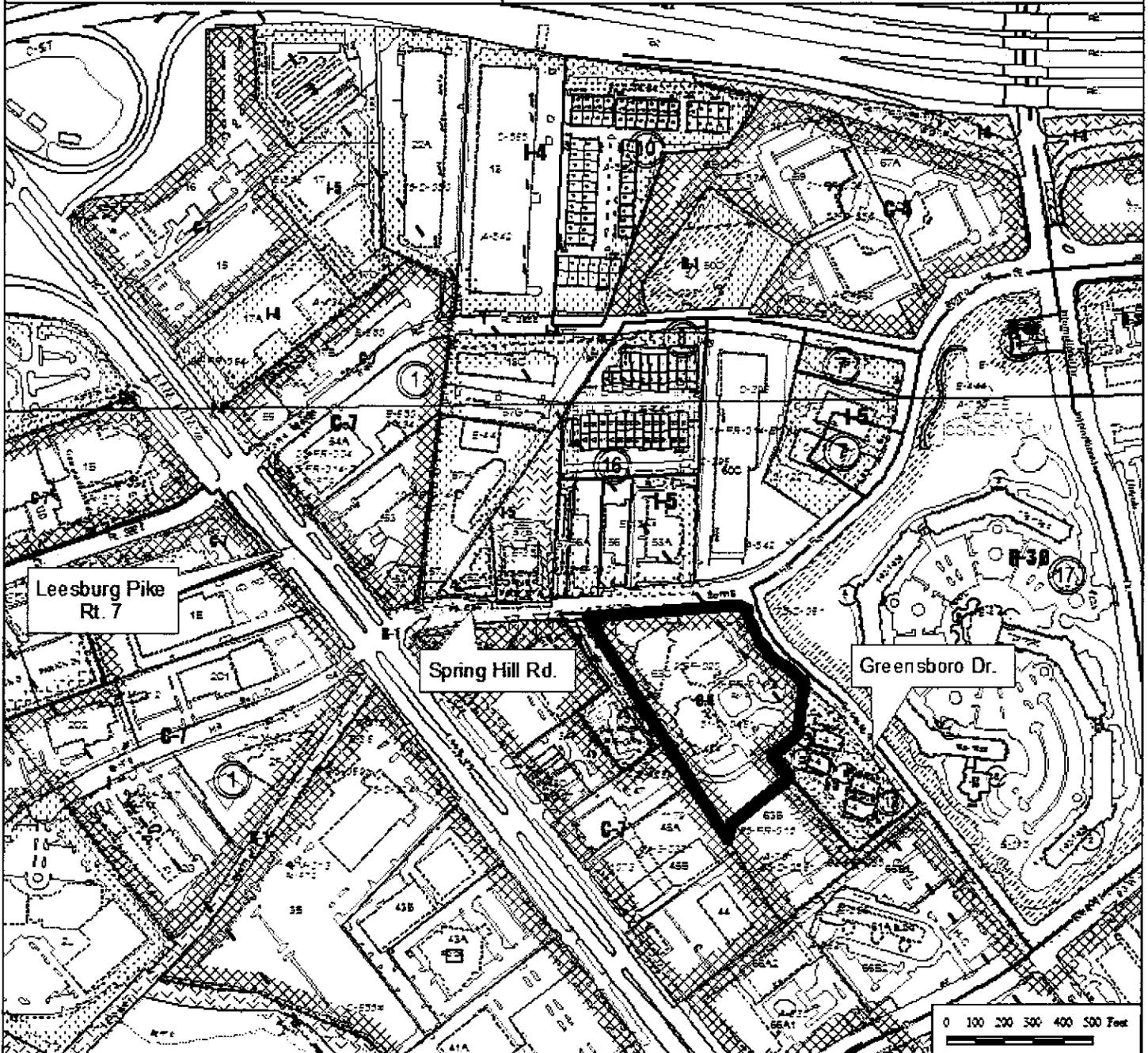
Rezoning Application

RZ 2010-PR-014E



Applicant: GEORGELAS GROUP LLC
Accepted: 1/11/2012
Proposed: MIXED-USE
Area: 7.39 AC OF LAND; DISTRICT - PROVIDENCE
ZIP-22102
Located: SOUTHWEST QUADRANT OF THE
INTERSECTION OF SPRING HILL ROAD
AND GREENSBORO DRIVE

Zoning: FROM C-4 TO PTC
Overlay Dist: HC
Map Ref Num: 029-3-01/ 0063C



CDP GENERAL NOTES:

1. THE SUBJECT PROPERTY SHOWS HEREON ARE IDENTIFIED ON TAX MAP 2813 201 AS TAX MAP NUMBERS 28-141-01-01C, 28-141-01-01D, 28-141-01-01E AND 28-141-01-01F ARE ZONED C-1, PC AND 30-143 TO PARCELS 64A AND 64B, PC (AS TO PARCELS 19C, 17, 17B AND 67D) THE PROPERTIES ARE CURRENTLY IN THE NAME OF PAC TCO LLC BY DEED RECORDED IN D.S. 12466 AT PG. 302 (PARCEL 19C OF REALTY LP, BY DEED RECORDED IN D.S. 15744 AT PG. 862 PARCEL 64A, MC EAM SELF STORAGE LLC, BY DEED RECORDED IN D.S. 11114 AT PG. 378 (PARCEL 17) FAIRFAX COUNTY BOARD OF SUPERVISORS, BY DEED RECORDED IN D.S. 16004-447 AT PAGE 43 (PARCEL 67B) AND PAC TCO LLC, BY DEED RECORDED IN D.S. 15848 AT PG. 360 (PARCEL 67D) ALL AROUND THE LAND RECORDS OF FAIRFAX COUNTY, VIRGINIA.
2. THE HORIZONTAL DATUM IS VIRGINIA STATE GRID NORTH.
3. THE TOPOGRAPHY SHOWN HEREON IS BASED ON A FIELD, TOPOGRAPHIC SURVEY AND THE CONTOUR INTERVAL IS TWO (2) FEET. THIS INFORMATION HAS NOT BEEN FIELD VERIFIED BY VMA, INC.
4. THE BOUNDARY INFORMATION WAS PREPARED FROM RECORD INFORMATION.
5. PUBLIC WATER AND SANITARY SEWER APPROPRIATE AND WHEN EXTENDED AS NEEDED TO SERVE THE DEVELOPMENT.
6. STORM WATER MANAGEMENT AND BMP FACILITIES FOR THE PROPOSED DEVELOPMENT WILL BE PROVIDED ON SITE BY SUCH A MANNER AS TO ALLOW PROGRESS CONSTRUCTION. AT ALL PHASES OF CONSTRUCTION AN ADEQUATE STORM DRAINAGE SYSTEM IN ACCORDANCE WITH THE PUBLIC FACILITIES MANUAL, STANDARDS AND DESIGN CRITERIA OF FAIRFAX COUNTY WILL BE PROVIDED. THE APPLICANT THEREFORE RESERVES THE RIGHT TO PROVIDE TEMPORARY STORM WATER MANAGEMENT AND BMP FACILITIES SHOULD THE DEVELOPMENT BE COMPLETED IN PHASES. THESE FACILITIES MAY INCLUDE, BUT ARE NOT LIMITED TO: RETENTION FACILITIES, RUNOFF REDUCTION BASINS, DETENTION, VEGETATED ROOFS AND/OR UNDERGROUND VAULTS. THESE TEMPORARY FACILITIES SHALL BE DESIGNED AND CONSTRUCTED TO MEET THE CURRENT FAIRFAX COUNTY SWAMP STANDARDS IN EFFECT AT THE TIME OF THE SITE PLAN FOR THE SPECIFIC FACILITY. SEE SHEET 15-C TO 19-A FOR CMA.
7. TO THE BEST OF OUR KNOWLEDGE, NO GROUP SETBACKS OR STRUCTURES IMPOSING SETBACKS ARE PRESENT ON THE SUBJECT PROPERTY.
8. TO THE BEST OF OUR KNOWLEDGE, NO HAZARDOUS OR TOXIC SUBSTANCES ARE KNOWN TO EXIST ON THE SUBJECT PROPERTY, AND FURTHER, TO THE BEST OF OUR KNOWLEDGE, THE USES PRESENTED HEREON WILL NOT GENERATE, UTILIZE, STORE, TREAT AND/OR DISPOSE OF ANY HAZARDOUS OR TOXIC SUBSTANCES AS SET FORTH IN TITLE 40 CODE OF FEDERAL REGULATIONS PARTS 118.4, 302.4 AND 304. ANY HAZARDOUS WASTES AS SET FORTH IN COMMONWEALTH OF VIRGINIA DEPARTMENT OF WASTE MANAGEMENT OR 812-10-VIRGINIA HAZARDOUS WASTE MANAGEMENT REGULATIONS, AND/OR ANY RESTRICTIONS AS DEFINED IN TITLE 40 CODE OF FEDERAL REGULATIONS, PART 260.
9. THE SITE IS CURRENTLY IMPROVED WITH FIVE COMMERCIAL BUILDINGS AND A FIRE STATION.
10. NO PORTION OF THE SUBJECT PROPERTY IS LOCATED WITHIN A COUNTY DESIGNATED R-1-A ZONE. THERE IS NO FLOOD PLAIN MAPPED ON THE SUBJECT PROPERTY.
11. THERE ARE NO SCENIC ASSETS OR NATURAL FEATURES ON THE SITE WORTHY OF DELINEATION.
12. LIMITS OF CLEARING AND GRADING WILL BE SHOWN ON THE PDS.
13. THE DEVELOPMENT CONFORMS TO THE PROVISIONS OF ALL APPLICABLE STANDARDS WITH THE EXCEPTION OF THOSE WAIVERS AND MODIFICATIONS REQUESTED HEREON.

14. LANDSCAPING AND TREE COVER REQUIREMENTS WILL BE PROVIDED IN ACCORDANCE WITH REQUIREMENTS OF ARTICLE 13 OF THE ZONING ORDINANCE, UNLESS MODIFIED OR WAIVED. LANDSCAPING MAY BE MODIFIED WITH FINAL ENGINEERING AND DESIGN, BUT THE QUALITIES, LEVEL OF QUALITY AND DESIGN CHARACTERISTICS WILL REMAIN CONSISTENT WITH THAT SHOWN HEREON AND AS SET FORTH IN THE PROPOSED CONSTRUCTION. A DETAILED LANDSCAPE PLAN WILL BE SUBMITTED IN CONJUNCTION WITH THE PDS PLAN(S).
15. FOOTPRINTS REPRESENTED HEREON ARE APPROXIMATE AND MAY BE MODIFIED. THE SIZE AND SHAPES OF THE BUILDINGS ARE PRELIMINARY AND MAY VARY AS A RESULT OF PDS AND FINAL ENGINEERING, DESIGN AND/OR FINAL DEVELOPMENT PROGRAM REFINEMENTS. PROVIDED EACH SHALL REMAIN IN SUBSTANTIAL CONFORMANCE WITH THE ZONING. THE LOCATION OF BUILDINGS, TRAILS AND UTILITIES ARE GRAPHICALLY SHOWN AND ARE PRELIMINARY IN NATURE. MODIFICATIONS MAY OCCUR WITH FINAL ENGINEERING AND DESIGN, SUBJECT TO COMPLETION, VOTING, AND/OR CITY APPROVAL. BUILDING HEIGHTS REPRESENTED BY THE TYPICAL ANGLE OR GRAPHICALLY ON THE SHEETS ARE TO BE CONSIDERED MAXIMUM HEIGHTS.
16. RECREATIONAL AMENITIES PROVIDED FOR THE PROPOSED DEVELOPMENT INCLUDE, BUT ARE NOT LIMITED TO: PARKS, PLAZAS, LANDSCAPED DESIGN, SWAMPING POOLS, COURTYARD GARDENS, OUTDOOR ENTERTAINMENT, WATER FEATURES, OUTSIDE EATING AREAS, AND PEDESTRIAN/BICYCLE CIRCULATION SYSTEMS, INCLUDING SPECIALLY PAVED AND PEDESTRIAN CROSSWALKS, AND LANDSCAPING THROUGHOUT THE SITE, INCLUDING PERENNIAL BEDS, LAWN, AND SEATING AREAS. ADDITIONAL SITE FEATURES AND SIMILAR FEATURES SUCH AS PLAZA DEVELOPMENT, GAZEBOS, FENCING, BALCONIES, RETAINING WALLS, CORNICES, TRAILHEADS, ENTRANCE SHADE, LIGHTS, WALKS, AND/OR ROOF-TOP PLANTING AREAS NOT REPRESENTED HEREON MAY BE PROVIDED.
17. THE PROPOSED DEVELOPMENT ON THE SUBJECT PROPERTY WILL NOT POSE ANY ADVERSE EFFECT ON ADJACENT OR NEIGHBORING PROPERTIES.
18. THE PROJECT WILL MEET THE PARKING REQUIREMENTS AS SET FORTH IN ARTICLE 8.500 AND ARTICLE 8 OF THE ZONING ORDINANCE AS DETERMINED BY THE ZONING ADMINISTRATION AND SHALL BE PROVIDED IN A COMBINATION OF ABOVE GRADE PARKING STRUCTURES, BELOW GRADE PARKING STRUCTURES, AND PRIVATE ON-STREET SPACES TO THE EXTENT AUTHORIZED. THE NUMBER OF PARKING SPACES PROVIDED HEREON MAY BE ADJUSTED AT SITE, AS BASED ON THE FINAL DEVELOPMENT PROGRAM IN ACCORDANCE WITH EXISTING PROVISIONS. THE APPLICANT RESERVES THE RIGHT TO PROVIDE COMMERCIAL AND/OR RESIDENTIAL SURFACE PARKING LOTS ON AN INTERIM BASIS IN CONFORMANCE WITH PROVISIONS AND AS SET FORTH.
19. SIGNAGE WILL BE PROVIDED IN ACCORDANCE WITH THE PROVISIONS OF ARTICLE 12 OF THE ZONING ORDINANCE OR PURSUANT TO AN APPROVED COMPREHENSIVE SIGN PLAN AS MAY BE APPROVED BY THE PLANNING COMMISSION.
20. TRANSITIONAL SCREENING WITHIN THE TYSONS URBAN CENTER IS NOT REQUIRED AS SET FORTH IN ZONING ORDINANCE SEC. 8-100-10.
21. PARKING LOT LANDSCAPING AND TREE COVER REQUIREMENTS WILL BE PROVIDED IN ACCORDANCE WITH ZONING ORDINANCE ARTICLE 13, UNLESS MODIFIED OR WAIVED BY THE DIRECTOR OR DEPUTY.
22. APPLICANT RESERVES THE RIGHT TO DETERMINE FINAL NUMBER OF LIGHTS WITHIN THE BUILDING SHOWN, THE GRA OF EACH BUILDING, AND THE FINAL LOC OF LIGHTS WITH A FINAL SITE PLAN. BUILDING FOOTPRINT(S) AND ASSOCIATED PARKING MAY BE MODIFIED ACCORDINGLY AS SHOWN ON THE PDS.
23. MINOR MODIFICATIONS MAY BE MADE TO THE SITE PLAN PER SECTION 18-300 OF THE ZONING ORDINANCE.
24. THE SUBJECT PROPERTY MAY BE SUBJECT TO SUBDIVISION FOR THE PURPOSE OF SALE, JOINT VENTURE OR PARTNERSHIP WITHOUT REQUIRING MODIFICATION OF THE CDP OR PRELIMINARY PLAN. THE PROJECT MAY BE PHASED AND SUBDIVIDED BETWEEN DIFFERENT OWNERSHIP GROUPS.
25. APPLICANT RESERVES THE RIGHT TO LOCATE A TEMPORARY SALES TRAILER ON THE PROPERTY DURING THE CONSTRUCTION AND SALES PERIOD IN ACCORDANCE WITH SECTION 8.004 OF FAIRFAX COUNTY ORDINANCE.
26. THE SUBJECT PROPERTY MAY BE DEVELOPED WITH USES PERMITTED IN THE ZONING DISTRICTS AS SET FORTH IN THE PROFFER, SPECIAL EXCEPTION AND SPECIAL PERMIT USES ALLOWED IN PDS DISTRICT SHALL BE PERMITTED AS APPROVED.
27. IT IS CURRENTLY ANTICIPATED THAT PHASED CONSTRUCTION OF THE PROPOSED DEVELOPMENT WILL COMMENCE AS SOON AS ALL NECESSARY COUNTY APPROVALS AND PERMITS ARE OBTAINED. THE EXACT SCHEDULE IS NOT KNOWN AT THIS TIME. SUBJECT WILL PROCEED IN ACCORDANCE WITH MARKET CONDITIONS SUBJECT TO ANY VARIATIONS CONTAINED IN THE PROFFER. WITH EACH PHASE OF BUILD-OUT, INFRASTRUCTURE, AMENITIES AND DWELLING UNITS MAY PROCEED BEFORE COMPLETION OF ACTIVITY WITH OTHER PHASES, SO LONG AS CONSTRUCTION IS IN ACCORDANCE WITH THE PROFFER.
28. THE SUBJECT PROPERTY IS WITHIN A TOD DISTRICT. SEE SHEET C-6 FOR DELINEATIONS FROM THE METRO STATION ENTRANCE.
29. THERE ARE NO EXISTING MAJOR UTILITY EASEMENTS ON THE SITE WHICH WERE OBSERVED AFTER THE EFFECTIVE DATE OF THE ZONING ORDINANCE PER SECTION 2.008.
30. EXISTING ENTRANCES TO EXISTING LAND USES SHALL BE PERMITTED TO REMAIN UNTIL SUCH TIME AS THOSE PROPERTIES ARE REDEVELOP.
31. CROSSWALKS SHOWN ARE SUBJECT TO VDOT REVIEW & APPROVAL.
32. PARKING LANES SHOWN ARE SUBJECT TO VDOT REVIEW & APPROVAL.
33. TRAFFIC SIGNAL BARRIERS WILL BE REQUIRED FOR THREE RITE ADJACENT TO TRAVEL WAYS.
34. ALL EXISTING SIGNAL, AMBULANCE OR NOW SIGNALS ARE SUBJECT TO VDOT APPROVAL.
35. ON-STREET HANDICAPPED SPACE LOCATION SUBJECT TO VDOT REVIEW AT FINAL SITE PLAN.
36. THE APPLICANT RESERVES THE RIGHT TO PROVIDE LOADING BRACKETS IN ADDITION TO THOSE SHOWN HEREON PROVIDED THEY DO NOT NEGATIVELY IMPACT THE STREETSCAPE SHOWN HEREON OR SUBSTANTIALLY INCREASE THE WIDTH OF THE LOADING ENTRANCE.

PUBLIC FACILITIES MANUAL

- WAIVERS / MODIFICATION REQUESTS
1. WAIVER OF PFM SECTION 8.020-5 TO ALLOW STORMWATER MANAGEMENT FACILITIES PERMANENT AND BMP TO BE PROVIDED WITHIN UNDERGROUND SYSTEMS WITHIN THE RESIDENTIAL BLOCKS OF THE PROPOSED DEVELOPMENT.
 2. WAIVER OF PFM SECTION 7.000-4 REGARDING THE MINIMUM WIDTH OF 30 FEET FOR PRIVATE STREET AND COMMERCIAL ENTRANCES CONNECTING TO VDOT ROADWAYS, AS ALLOWED BY APPROVAL OF THE DIRECTOR OF DPWS AT THE TIME OF SITE PLAN.
 3. MODIFICATION OF SECTION 7.000-2 TO ALLOW TANKER/MANUAL PARKING SPACES CONTROLLED BY BUILDING MANAGEMENT, AND THAT SUCH SPACES MAY COUNT TOWARDS REQUIRED PARKING.
 4. MODIFICATION OF SECTION 7.000-3 PARKING DESIGN STANDARDS TO ALLOW FOR UP TO A 4% PROJECTION OF STRUCTURAL COLUMNS WITHIN PARKING STRUCTURES INTO THE REQUIRED PARKING AREA. THE PARKING SPACES ARE IMPACTED BY SUCH STRUCTURAL COLUMNS SHALL COUNT TOWARDS THE NUMBER OF REQUIRED PARKING SPACES.
 5. WAIVER OF SECTION 8.020-3 REGARDING TRAILS AND BIKE TRAILS SHOWN ON THE COMPREHENSIVE TRAILS PLAN IN FAVOR OF THE 5' TRAIL, SCALE AND ON/OFF-RAMP TRAIL SYSTEM SHOWN ON THE CDP.
 6. MODIFICATION OF SECTION 13.000-8 TREE PRESERVATION TARGET, AS ALLOWED BY DEVIATIONS (DESCRIPTED IN SECTION 12.000-34.1).
 7. MODIFICATION OF SECTION 12.001-6 (B) TO PERMIT REDUCTION OF THE MINIMUM PLANTING AREA FROM EIGHT (8) FEET, TO A MINIMUM OF SIX (6) FEET IN ORDER FOR TREES TO SATISFY THE TREE COVER REQUIREMENT, PER 5% TO LANDSCAPING PLANS HEREIN FOR DRAINAGE OF THE PROPOSED PLANTING AREA.
 8. MODIFICATION OF SECTION 12.001-11 FOR REQUIRED TEN PERCENT TREE CANOPY COVERAGE ON INDIVIDUAL LOTS / LAND PLOTS, TO ALLOW FOR CANOPY TO BE CALCULATED ON THE OVERALL CDP DEVELOPMENT AREA, AS DEMONSTRATED ON THE CDP HEREIN.
 9. MODIFICATION OF SECTION 12.001-15 TO ALLOW FOR TREES LOCATED ABOVE ANY PROPOSED PERCOLATION TRENCH OR BIORETENTION AREAS TO COUNT TOWARDS COUNTY TREE COVER REQUIREMENTS.
- PER SECTION 8.1, STORMWATER AND BMP DOOR REQUIREMENTS
- DEVIATIONS / MODIFICATION OF REQUIRED SWM AND BMP CRITERIA BY THE DIRECTOR, DPWS AS OUTLINED IN THE STORMWATER MANAGEMENT DESIGN PLAN DEVIATIONS NARRATIVE DATED 01/21/2019 (VMA/ENVIRONMENTAL) SHALL BE AS FOLLOWS:
- A. ALL REQUIRED DEVIATIONS OF PFM SECTION 8.100-4 (1) TO ALLOW UTILIZATION OF BIORETENTION RATES LESS THAN 1.52 PERCENT FOR DESIGN OF INFILTRATION SYSTEMS UTILIZED TO MEET THE COMPREHENSIVE PLAN REQUIREMENT FOR RETENTION OF THE FIRST 1" OF RAINFALL ON SITE.
 - B. ALL REQUIRED DEVIATIONS OF PFM SECTION 8.100-3 (2) TO ALLOW FOR ANY DETENTION FACILITY LOCATED WITHIN A BUILDING OR GARAGE STRUCTURE TO BE GOVERNED BY BUILDING CODE REQUIREMENTS FOR ACCESS AND MAINTENANCE.
 - C. ALL REQUIRED DEVIATIONS OF PFM SECTION 8.100-3 (2) TO ALLOW FOR INSTALLATION OF BIORETENTION FACILITIES THAT UTILIZE IN-SITUATION TO BE CONSTRUCTED ON IN-SITU MATERIAL PROVIDED FIELD 13.013 SHOW ADEQUATE INFILTRATION RATES EXIST FOR IN-SITU MATERIAL.
 - D. ALL REQUIRED DEVIATIONS OF PFM SECTION 8.100-2 (2) TO SET THE MINIMUM HORIZONTAL SETBACKS FROM BUILDING FOUNDATIONS BE REDUCED TO ZERO FEET IN ORDER TO FACILITATE INSTALLATION OF BIORETENTION SYSTEMS IN AN URBAN ENVIRONMENT SET FORTH IN THE TYSONS CORNER DESIGN GUIDELINES.
 - E. ALL REQUIRED DEVIATIONS OF PFM SECTION 8.100-2 (2) TO ALLOW INSTALLATION OF BIORETENTION FACILITIES IN THE VICINITY OF LOADING DOCKS, VEHICLE MAINTENANCE AREAS OR OUTDOOR STORAGE AREAS TO ACCOMMODATE THE URBAN ENVIRONMENT SET FORTH IN THE TYSONS CORNER DESIGN GUIDELINES.
 - F. ALL REQUIRED DEVIATIONS OF PFM SECTION 8.100-2 (2) TO ALLOW FOR THE MAXIMUM DRAINAGE NEEDS TO BIORETENTION FACILITIES UTILIZED FOR RETENTION OF THE FIRST 1" OF RAINFALL BE ELIMINATED IN ORDER TO ACCOMMODATE ROOF-TOP RUNOFF PIPED TO PROPOSED STRUCTURES.
 - G. ALL REQUIRED DEVIATIONS OF PFM SECTION 8.100-2 (2) TO ALLOW INSTALLATION OF TREE BOX FILTERS IN THE VICINITY OF LOADING DOCKS, VEHICLE MAINTENANCE AREAS OR OUTDOOR STORAGE AREAS TO ACCOMMODATE THE URBAN ENVIRONMENT SET FORTH IN THE TYSONS CORNER DESIGN GUIDELINES.

ZONING ORDINANCE

- WAIVER / MODIFICATION REQUESTS
- ZONING ORDINANCE ARTICLE 2 - GENERAL REGULATIONS
- WAIVER / MODIFICATION OF SECTION 2-400.2 TO ALLOW FOR A PERMANENT WALL CORNICE OR SIMILAR PROJECTION TO EXCEED THE HEIGHT LIMIT ESTABLISHED BY MORE THAN THREE (3) FEET, AS INDICATED ON THE CDP AND AS MAY BE INDICATED ON THE PDS.
- ZONING ORDINANCE ARTICLE 4 - PLANNED DEVELOPMENT DISTRICT REGULATIONS
- WAIVER OF ZONING ORDINANCE SECTION 6.001.1 FOR A 10-ACRE MINIMUM DISTRICT SIZE.
- ZONING ORDINANCE ARTICLE 10 - ACCESSORY USES, ACCESSORY SERVICE USES, AND HOME OCCUPATIONS
- AS ALLOWED WITHIN ZONING ORDINANCE SECTION 10-104.3.E APPLICANT REQUESTS A WAIVER OF THE MAXIMUM FENCE HEIGHT FROM SIX FEET TO FOURTEEN FEET AROUND ACCESSORY USES / STRUCTURES LOCATED WITHIN THE REAR YARD OR THOSE PORTIONS OF YARDING ASSOCIATED WITH ANY PROPOSED SPORTS COURTS AND URBAN PLAZA AREAS AS INDICATED ON THE CDP OR AS MAY BE INDICATED ON AN FDP.
- ZONING ORDINANCE ARTICLE 11 - PARKING AND LOADING
- MODIFICATION OF SECTION 11.200-4 (A) REGARDING MINIMUM DISTANCE OF FORTY FEET (40') OF A LEADING DRIVEWAY PROXIMITY TO DRIVE WAYS, TO THAT AS DEMONSTRATED ON THE CDP.
 - WAIVER OF THE MAXIMUM LENGTH OF PRIVATE STRIPS AS PROVIDED IN PARAGRAPH 2 OF SECTION 11.202 OF THE ZONING ORDINANCE TO ALLOW PRIVATE STRIPS TO BE LONGER THAN 600 FT. IN LENGTH.
- ZONING ORDINANCE ARTICLE 13 - LANDSCAPING
- MODIFICATION / WAIVER OF INTERIOR PARKING LOT LANDSCAPE REQUIREMENTS (SECTION 13.200-8) FOR INTERIOR SURFACE LOTS, AS ALLOWED PER SECTION 13.200-8, PARA. 8, TO THAT SHOWN ON THE CDP.
 - FOR INTERIOR SURFACE PARKING LOTS: INTERIOR LANDSCAPING WILL BE DEMONSTRATED ON SUBSEQUENT FOR APPLICATIONS AND WILL UTILIZE EXISTING VEGETATION WITHIN PARKING LOTS, TO THE EXTENT POSSIBLE.
 - MODIFICATION OF PERIPHERAL LANDSCAPE REQUIREMENTS (SECTION 13.200-6) FOR INTERIOR SURFACE LOTS AS ALLOWED BY SECTION 13.200-6, PARA. 3, TO THAT SHOWN ON THE CDP AND DESCRIBED BELOW:
 - FOR INTERIOR SURFACE PARKING LOTS, PERIPHERAL LANDSCAPING WILL BE DEMONSTRATED ON SUBSEQUENT FOR APPLICATIONS AND WILL UTILIZE EXISTING VEGETATION WITHIN PARKING LOTS, TO THE EXTENT POSSIBLE.
 - MODIFICATION OF THE TYSONS CORNER URBAN CENTER STREETSCAPE DESIGN IN FAVOR OF THAT SHOWN ON THE CDP.
- THE APPLICANT REQUESTS A MODIFICATION FROM THE TREE PRESERVATION TARGET PER ZONING ORDINANCE SECTION 12.001-6. THIS MODIFICATION IS PERMITTED BASED ON TWO (2) ALLOWABLE DEVIATIONS IN THE FAIRFAX COUNTY PUBLIC FACILITIES MANUAL. THE FIRST IS 8.100-2(3)(1), WHICH STATES, "THE TREE PRESERVATION TARGET WOULD BE PROXIMATE TO THE DEVELOPMENT OF USES OR DENSITIES OTHERWISE ALLOWED BY THE ZONING ORDINANCE. THE SECOND IS 8.100-2(3)(2), WHICH STATES, "CONSTRUCTION ACTIVITIES SHOULD BE REASONABLY EXPECTED TO IMPACT EXISTING TREES OR FORESTED AREAS USED TO MEET THE TREE PRESERVATION TARGET TO THE EXTENT THEY WOULD NOT LIKELY SURVIVE IN A HEALTHY AND STRUCTURALLY SOUND MANNER FOR A MINIMUM OF 10 YEARS IN ACCORDANCE WITH THE POST-DEVELOPMENT STANDARDS FOR TREES AND FORESTED AREAS PROVIDED IN 8.100-2(3)(2) SPECIFIC TREES TO BE PRESERVED ARE IDENTIFIED ON THE CDP.
- ZONING ORDINANCE ARTICLE 18 - DRIVE CORNER PLANS
- WAIVER OF ZONING ORDINANCE SECTION 18-400 REQUIRING THE SUBMISSION OF A FINAL DEVELOPMENT PLAN APPLICATION ASSOCIATED WITH THE SUBMISSION OF ALL PUBLIC ROADWAY, AND INFRASTRUCTURE PHASING EXISTING IMPROVEMENT PLANS SHOWN WITHIN THE CDP.
- ZONING ORDINANCE ARTICLE 17 - SITE PLAN
- WAIVER OF SECTION 17.201.1(3)(B) REQUIRING ADDITIONAL INTER-PARCEL ACCESS TO ADJOINING PARCELS (OTHER THAN THOSE SHOWN ON THE CDP).
 - WAIVER OF SECTION 17.201.1(7) REQUIRING NO PARKING SIGNS ALONG TRAVEL WAYS AT 100' INTERVAL, SO FAR NOT TO CREATE VISUAL SIGN CLUTTER, SIGNS AND ALL TYPES OF PARKING CONTROL SIGNS TO BE DETERMINED AT FINAL SITE PLAN WITH APPROVAL OF THE DIRECTOR OF DPWS.
 - WAIVER AND/OR MODIFICATION OF SECTION 17.201.1(7) ALL TRAILS AND BIKE TRAILS IN FAVOR OF THE SCALE AND ON/OFF-RAMP TRAIL SYSTEM SHOWN ON THE CDP.
 - IN ACCORDANCE WITH SECTION 17.201.1(7), WAIVER OF SERVICE ROAD ALONG ROUTE 7.
- THE APPLICANT REQUESTS A DETERMINATION OF ZONING ORDINANCE SECTION 17.201.1(8) PRIOR TO SITE PLAN APPROVAL, REQUIRING ANY FURTHER DEDICATION AND CONSTRUCTION OF VETERINARY HOLDING RIGS BEYOND THAT WHICH IS INDICATED ON THE CDP DEDICATION AND IMPROVEMENTS SHOWN ON THE CDP SHALL BE DEDICATED TO MEET ALL COMPREHENSIVE PLAN POLICY PLAN REQUIREMENTS.
 - IN ACCORDANCE WITH ZONING ORDINANCE SECTION 17.201.1(7), THE APPLICANT RESERVES THE RIGHT, WITH COUNTY APPROVAL, TO ESTABLISH PARKING CONTROL SIGNS AND PARKING METERS ALONG PUBLIC AND PRIVATE STREETS WITHIN AND ADJACENT TO THE DEVELOPMENT.
 - IN ACCORDANCE WITH ZONING ORDINANCE SECTION 17.201.1(3) AND (4), THE APPLICANT REQUESTS THE IMPROVEMENTS TO BE PROVIDED IN A PHASED MANNER AS OUTLINED IN THE CDP AND PROFFER AND TO BE DETERMINED WITH THE FDP IN ACCORDANCE WITH THE TYSONS URBAN STREET STANDARDS.



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- CDP - ACCEPTED 01.14.10
- CDP - REVISED 12.03.10
- CDP - REVISED 11.18.11
- CDP - REVISED 1.25.11
- CDP - REVISED 4.25.11
- CDP - REVISED 5.11.11
- CDP - REVISED 5.27.11
- CDP - REVISED 8.11.11
- CDP - REVISED 11.10.11
- CDP - REVISED 11.30.11
- CDP - REVISED 01.11.12
- CDP - REVISED 01.23.12



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CDP - NOTES AND WAIVERS PART D

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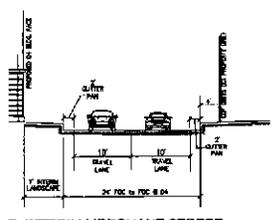
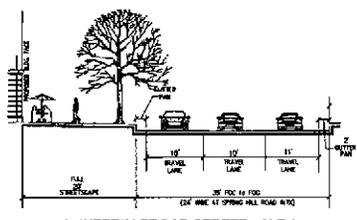
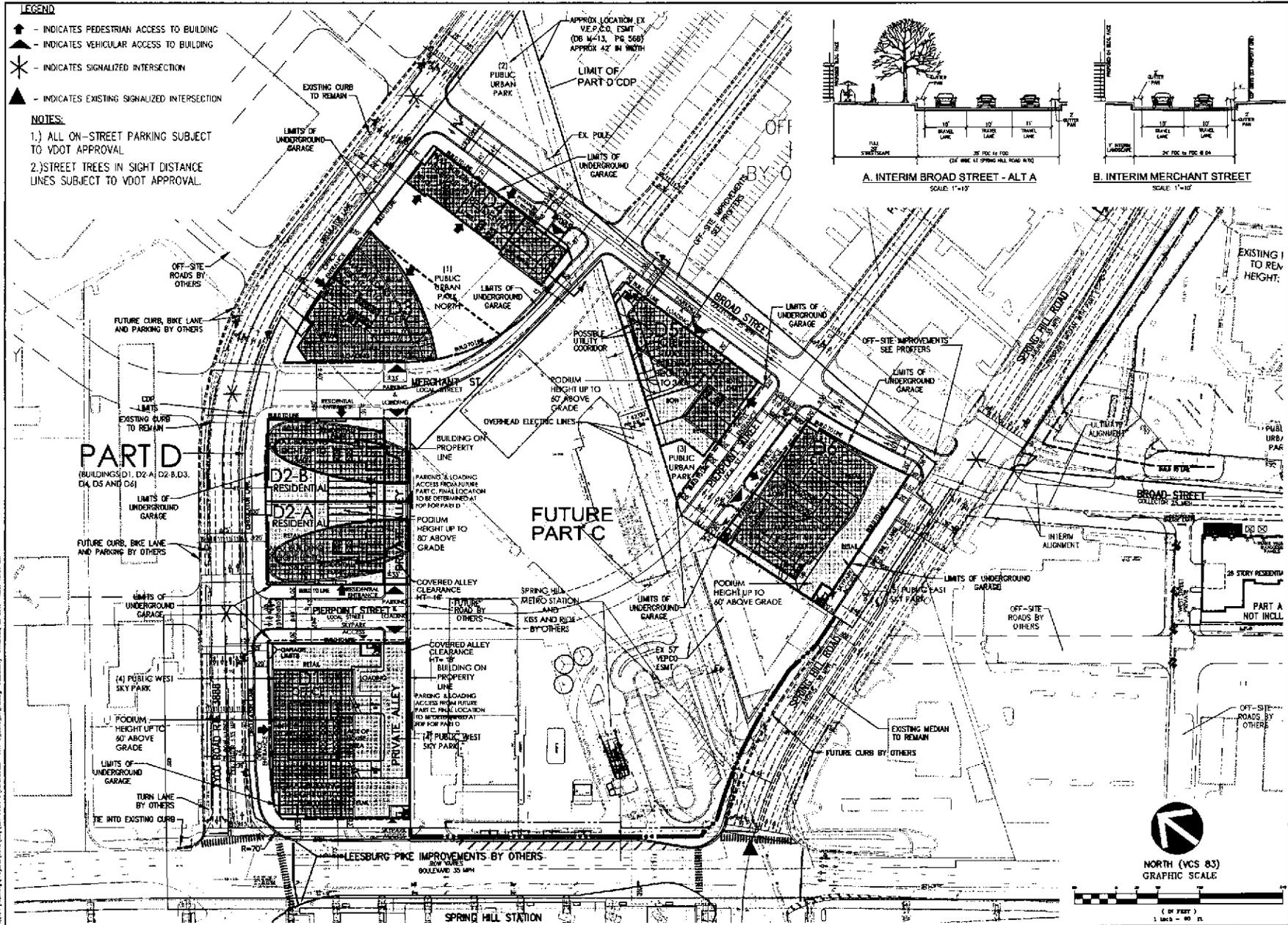
C-3

LEGEND

- ▲ - INDICATES PEDESTRIAN ACCESS TO BUILDING
- ▲ - INDICATES VEHICULAR ACCESS TO BUILDING
- * - INDICATES SIGNALIZED INTERSECTION
- ▲ - INDICATES EXISTING SIGNALIZED INTERSECTION

NOTES

- 1.) ALL ON-STREET PARKING SUBJECT TO VDOT APPROVAL
- 2.) STREET TREES IN SIGHT DISTANCE LINES SUBJECT TO VDOT APPROVAL



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CDP (PROVISION)	12.20.10
CDP (PROVISION)	3.11.11
CDP (PROVISION)	4.26.11
CDP (PROVISION)	5.6.11
CDP (PROVISION)	7.21.11
CDP (PROVISION)	8.5.11
CDP (PROVISION)	8.22.11
CDP (PROVISION)	11.01.11
CDP (PROVISION)	11.17.11
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CDP (PROVISION)	11.26.12
CDP (PROVISION)	01.11.13
CDP (PROVISION)	01.21.13

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CDP INTERIM STREET ALT 'A'

Scale: **C-7**

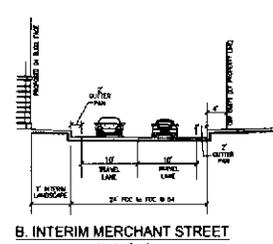
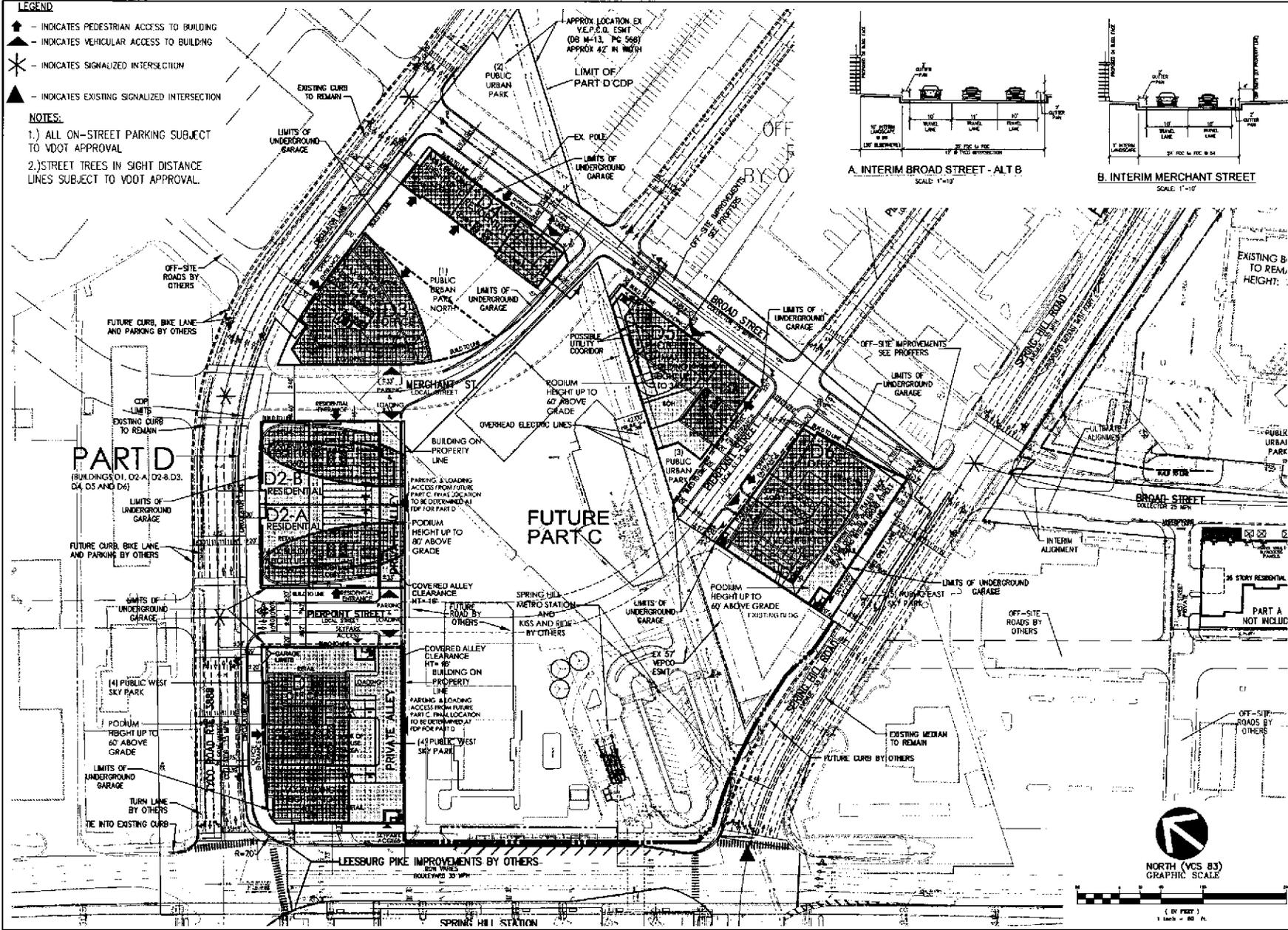


LEGEND

- ▲ - INDICATES PEDESTRIAN ACCESS TO BUILDING
- ▲ - INDICATES VEHICULAR ACCESS TO BUILDING
- * - INDICATES SIGNALIZED INTERSECTION
- ▲ - INDICATES EXISTING SIGNALIZED INTERSECTION

NOTES:

- 1.) ALL ON-STREET PARKING SUBJECT TO VDOT APPROVAL
- 2.) STREET TREES IN SIGHT DISTANCE LINES SUBJECT TO VDOT APPROVAL.



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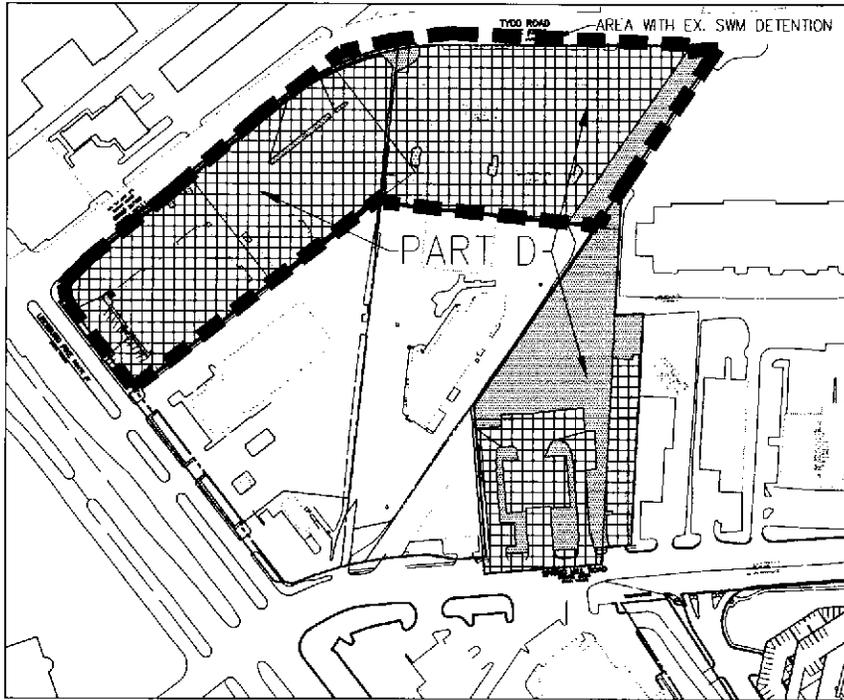
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 CDP (REVISION) 11.20.12
 CDP (REVISION) 01.11.14
 CDP (REVISION) 01.28.15

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CDP INTERIM STREET ALT B' PART D
 Scale: **C-7A**





CURRENT EXISTING CONDITION EXHIBIT

LEGEND

-  IMPERVIOUS AREA = 327,521 SF (7.52 AC) = 76%
-  PERVIOUS AREA = 102,024 SF (2.34 AC) = 24%

EXISTING CONDITIONS (PRE-DEVELOPMENT) PPM DETENTION CHECK

- *IMPERVIOUS AREA = 59,285 SF (1.36 AC) = 14%
- *PERVIOUS AREA = 370,260 SF (8.5 AC) = 86%

*THE AREA OF THE SITE THAT HAS EXISTING DETENTION FACILITIES (SHOWN HERE) WILL BE CONSIDERED 100% PERVIOUS (PRE-EXISTING CONDITIONS) FOR OUR EXISTING CONDITIONS PPM CALCULATIONS.



GRAPHIC SCALE



1 inch = 200 ft.



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CDP (Revised)	2/13/12
CDP (Revised)	10/12/12
CDP (Revised)	11/28/12
CDP (Revised)	01/11/13
CDP (Revised)	01/14/13

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EXISTING CONDITIONS SWM PLAN

Scale: AS SHOWN

C-10

BUILDING D1-DRAINAGE AREA 'A' SWM SUMMARY

DRAINAGE AREA 'A' LEED COMPUTATIONS
 THESE LEED COMPUTATIONS ARE BASED UPON THE LEED BOUNDARY BEING THE SAME AS THE SITE AREA.
 PLEASE NOTE THAT AT FINAL DESIGN THIS BOUNDARY MAY CHANGE BASED UPON LEED REQUIREMENTS.

GENERAL NOTES:

1. ALL CONSTRUCTION SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE VA DEPARTMENT OF TRANSPORTATION (VDOT) STANDARD SPECIFICATIONS FOR ROAD AND BRIDGE CONSTRUCTION.
2. ALL CONSTRUCTION SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE VA DEPARTMENT OF TRANSPORTATION (VDOT) STANDARD SPECIFICATIONS FOR WATERWAY CONSTRUCTION.
3. ALL CONSTRUCTION SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE VA DEPARTMENT OF TRANSPORTATION (VDOT) STANDARD SPECIFICATIONS FOR UTILITIES CONSTRUCTION.
4. ALL CONSTRUCTION SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE VA DEPARTMENT OF TRANSPORTATION (VDOT) STANDARD SPECIFICATIONS FOR STRUCTURES CONSTRUCTION.
5. ALL CONSTRUCTION SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE VA DEPARTMENT OF TRANSPORTATION (VDOT) STANDARD SPECIFICATIONS FOR EROSION CONTROL CONSTRUCTION.
6. ALL CONSTRUCTION SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE VA DEPARTMENT OF TRANSPORTATION (VDOT) STANDARD SPECIFICATIONS FOR LANDSCAPE CONSTRUCTION.
7. ALL CONSTRUCTION SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE VA DEPARTMENT OF TRANSPORTATION (VDOT) STANDARD SPECIFICATIONS FOR SIGNAGE CONSTRUCTION.
8. ALL CONSTRUCTION SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE VA DEPARTMENT OF TRANSPORTATION (VDOT) STANDARD SPECIFICATIONS FOR FURNITURE CONSTRUCTION.
9. ALL CONSTRUCTION SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE VA DEPARTMENT OF TRANSPORTATION (VDOT) STANDARD SPECIFICATIONS FOR LIGHTING CONSTRUCTION.
10. ALL CONSTRUCTION SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE VA DEPARTMENT OF TRANSPORTATION (VDOT) STANDARD SPECIFICATIONS FOR UTILITIES CONSTRUCTION.

TOTAL RUNOFF VOLUME (EXISTING CONDITIONS):
 2 YR: 1.65 AC x (2.86 IN / 12 IN/FT) x 43,560 SQ FT/AC = 17,130 CF

GENERAL NOTES:

1. ALL CONSTRUCTION SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE VA DEPARTMENT OF TRANSPORTATION (VDOT) STANDARD SPECIFICATIONS FOR ROAD AND BRIDGE CONSTRUCTION.
2. ALL CONSTRUCTION SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE VA DEPARTMENT OF TRANSPORTATION (VDOT) STANDARD SPECIFICATIONS FOR WATERWAY CONSTRUCTION.
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10. ALL CONSTRUCTION SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE VA DEPARTMENT OF TRANSPORTATION (VDOT) STANDARD SPECIFICATIONS FOR UTILITIES CONSTRUCTION.

TOTAL RUNOFF VOLUME (PROPOSED CONDITIONS):
 2 YR: 1.55 AC x (2.86 IN / 12 IN/FT) x 43,560 SQ FT/AC = 17,130 CF

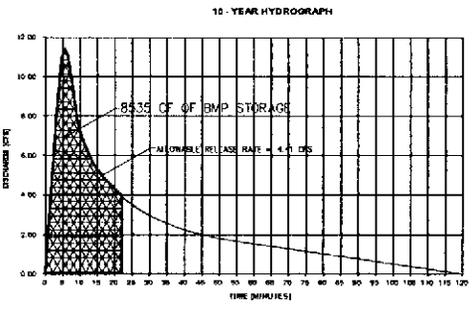
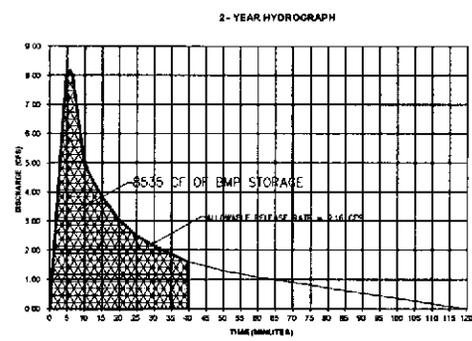
TOTAL RUNOFF VOLUME (ALLOWABLE RELEASE):

PER LEED, POST-DEVELOPMENT VOLUME FOR THE 2 YEAR STORM MUST NOT EXCEED 75% OF THE EXISTING CONDITIONS VOLUME. THEREFORE, ANY ADDITIONAL VOLUME WILL BE MET THROUGH A REUSE VAULT.

2 YR: 17,130 CF - (0.75 x 17,130 CF) = 4,283 CF
 REDUCTION TAKEN FOR GREEN ROOF STORAGE VOLUME
 10,403 SF EXTENSIVE GREEN ROOF (4" DEPTH, 0.3 POROSITY) = 1040 CF
 REDUCTION TAKEN FOR TREE PIT STORAGE VOLUME = 7,485 CF
 = 4,283 CF - (1040 + 7485) CF IS LESS THAN 0 SO LEED REQUIREMENT IS MET

PFM COMPLIANCE

* PER FAIRFAX 2011 SOILS MAP, SOIL TYPE IS URBAN LAND - SOIL TYPE ASSUMED TO BE TYPE C



Amount of Runoff (cfs)	Type A	Type B	Type C	Type D
1.00	0.00	0.00	0.00	0.00
2.00	0.00	0.00	0.00	0.00
3.00	0.00	0.00	0.00	0.00
4.00	0.00	0.00	0.00	0.00
5.00	0.00	0.00	0.00	0.00
6.00	0.00	0.00	0.00	0.00
7.00	0.00	0.00	0.00	0.00
8.00	0.00	0.00	0.00	0.00
9.00	0.00	0.00	0.00	0.00
10.00	0.00	0.00	0.00	0.00
11.00	0.00	0.00	0.00	0.00
12.00	0.00	0.00	0.00	0.00

ALLOWABLE RELEASE RATE
 PER FAIRFAX COUNTY, THE PEAK RELEASE RATE FOR THE POST-DEVELOPED 2-YR AND 10-YR DESIGN STORMS WILL BE REQUIRED TO A LEVEL EQUAL TO OR LESS THAN FOR THE EXISTING CONDITION PEAK RELEASE RATE.
 SITE AREA = 1.65 ACRES
 Q = 2.45 cfs/yr, RD = 7.27 cfs/yr
 Q2 = 0.32, c10 = 0.49 (EXISTING)
 Q2 = 0.32 x 2.45 x 1.65 = 1.88 x (0.75) = 2.18 CFS
 Q10 = 0.49 x 7.27 x 1.65 = 5.86 x (0.75) = 4.41 CFS
 BMP STORAGE ALLOWS FOR A SMALLER RELEASE RATE THAN WHAT IS REQUIRED, THEREFORE, THE PFM REQUIREMENT IS SATISFIED.

*EX CONDITIONS ALLOWABLE RELEASE FOUND BY TAKING THE AREAS OF SOIL WITH DILUTION MEASURES AS GOOD CONDITION OPEN SPACE (COW 74) RATHER THAN AS WHAT EXISTS CURRENTLY

D.A. 'A' 1" SUMMARY

Tyson's Corner Comprehensive Plan Stormwater Conformance Spreadsheet - Beta Version 4-18-2012

Drainage Area A Post-Development Land Cover	HSG A soils	HSG B Soils	HSG C Soils	HSG D Soils	Totals
Forest / Preserved Open Space	0.00	0.00	0.00	0.00	0.00
Managed Turf	0.00	0.00	0.18	0.00	0.18
Impervious Cover	0.00	0.00	1.55	0.00	1.55
D.A. Total (acres)	0.00	0.00	1.65	0.00	1.65

Apply Runoff Reduction Practices	Description of Area	Runoff Rate Contributing to RVM (in)	Design Storm Intensity (in/hr)	Area Volume Contributed by Practices (cfs)	RVMs Credit	Peak % Excess Runoff (ft)	Volume Received from Practices (cfs)	Total Volume Received by Practices (cfs)	Avg Daily Discharge (cfs)	Available Storm Volume (cfs)	Runoff Reduction Vol (cfs)	Remaining Volume (cfs)	Design Storm Practice
Roofing Rainwater Harvesting	Roof area without segmented roof	0.82	1.00	2,113	Estimate Runoff Reduction % Using Spreadsheet	80%	0	3,173	7,982	23,558	2,992	347	
Apply Runoff Reduction Practices	Description of Area	High-Moisture Cover at Contributing D.A. (in)		Area Volume Contributed by Practices (cfs)	Description of Credit	% Received from Practices (ft)	Total Volume Received by Practices (cfs)	Storage Volume (cfs)	Runoff Reduction (ft)	Remaining Volume (ft)	Design Storm Practice		
Vegetated Roof	10403 sq ft of Extensive Green Roof, 4" depth, 0.3 Porosity, 4000 of bare soil on surface of roof, Max ponding depth 8" and soil porosity 0.3. Typical drainage area: 0.02 Acres	0.24	N/A	828	Submit 100% of provided storage vol	100%	N/A	828	N/A	1,560	828	0	
Detention - DCR Level 2 Design Size (enhanced)		0.40		1,378	Submit 100% of provided storage vol	100%	0	1,378	N/A	7,485	1,378	0	
Totals:		1.58		0.00									
Total Drainage Area Treated (acres):		1.58											



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CDP (Revised)	01.26.13

Project No: W000031

SWM COMPUTATIONS

BUILDINGS D3 & D4--DRAINAGE AREA 'C' SWM SUMMARY

DRAINAGE AREA 'C' LEED COMPLIANCE
 THESE LEED COMPUTATIONS ARE BASED UPON THE LEED BOUNDARY BEING THE SAME AS THE SITE AREA.
 PLEASE NOTE THAT AT FINAL DESIGN THIS BOUNDARY MAY CHANGE BASED UPON LEED REQUIREMENTS.

EXISTING CONDITIONS

Category	Area (sq ft)	Runoff Coefficient (C)	Runoff Volume (cu ft)
Impervious	10,000	0.9	9,000
Partial Impervious	5,000	0.5	2,500
Permeable	15,000	0.1	1,500
Total	30,000	0.5	13,000

TOTAL RUNOFF VOLUME (EXISTING CONDITIONS):
 2 YR: 3.45 AC x (2.64 IN / 12 IN/FT) x 43,560 SQ FT/AC = 33,082 CF

PROPOSED CONDITIONS

Category	Area (sq ft)	Runoff Coefficient (C)	Runoff Volume (cu ft)
Impervious	10,000	0.9	9,000
Partial Impervious	5,000	0.5	2,500
Permeable	15,000	0.1	1,500
Green Roof (4" depth, 0.3 porosity)	16,503	0.05	825
Tree Pit Storage (14,173 cu ft)	-	-	-14,173
Permeable Pavement (160 cu ft)	-	-	-160
Total	30,000	0.25	10,212

TOTAL RUNOFF VOLUME (PROPOSED CONDITIONS):
 2 YR: 3.45 AC x (2.65 IN / 12 IN/FT) x 43,560 SQ FT/AC = 35,817 CF

TOTAL RUNOFF VOLUME (ALLOWABLE RELEASE):
 2 YR: 35,817 CF x (0.75) = 26,863 CF

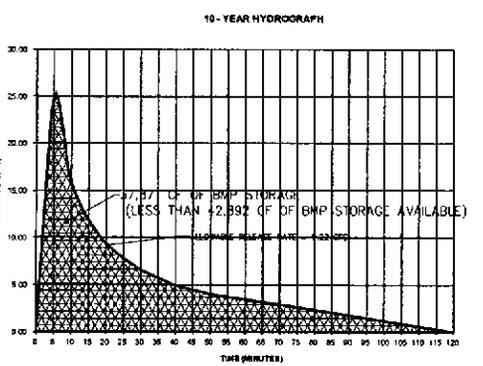
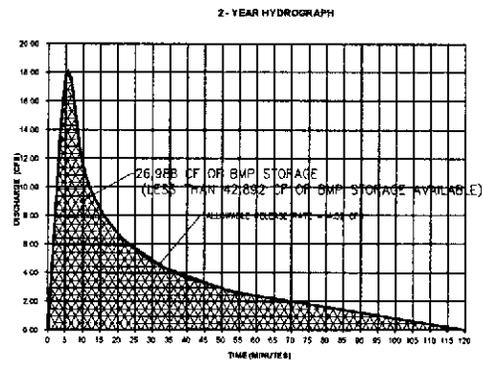
PER LEED, POST-DEVELOPMENT VOLUME FOR THE 2 YEAR STORM MUST NOT EXCEED 75% OF THE EXISTING CONDITIONS VOLUME.*
 THEREFORE, ANY ADDITIONAL VOLUME WILL BE MET THROUGH A REUSE VAILT.

2 YR: 35,817 CF - (0.75) 33,082 CF = 11,021 CF
 REDUCTION TAKEN FOR GREEN ROOF STORAGE VOLUME
 16,503 SF INTENSIVE GREEN ROOF (4" DEPTH, 0.3 POROSITY)
 5040 SF EXTENSIVE GREEN ROOF (4" DEPTH, 0.3 POROSITY)

REDUCTION TAKEN FOR TREE PIT STORAGE VOLUME = 14,173 CF
 REDUCTION TAKEN FOR PERMEABLE PAVEMENT STORAGE = 160 CF
 = 11,021 CF - (28,559 - 14,173 - 160) CF IS LESS THAN Q 90 LEED REQUIREMENT IS MET

PFM COMPLIANCE

* PER FAIRFAX 2011 SOLS MAP,
 SOIL TYPE IS URBAN LAND -
 SOIL TYPE ASSIGNED TO BE TYPE C



Design Storm Intensity (in/hr)

Return Period (yr)	Intensity (in/hr)
2	3.45
10	4.00

Design Storm Rainfall Depth (in)

Return Period (yr)	Depth (in)
2	3.0
10	3.5

Design Storm Rainfall Intensity (in/hr)

Return Period (yr)	Intensity (in/hr)
2	3.45
10	4.00

ALLOWABLE RELEASE RATE
 PER FAIRFAX COUNTY, THE PEAK RELEASE RATE FOR THE POST-DEVELOPED 2-YR AND 10-YR DESIGN STORMS WILL BE REDUCED TO A LEVEL EQUAL TO OR LESS THAN 75% OF THE EXISTING CONDITION PEAK RELEASE RATE.
 SITE AREA = 3.45 ACRES
 Q = 1.45 cfs/acre, Q10 = 2.27 cfs/acre
 Q2 = 0.32 x 3.45 x 3.45 = 8.02 x (0.75) = 4.52 CFS
 Q10 = 0.48 x 2.27 x 3.45 = 10.29 x (0.75) = 8.22 CFS
 BMP STORAGE ALLOWS FOR A SMALLER RELEASE RATE THAN WHAT IS REQUIRED, THEREFORE THE PFM REQUIREMENT IS SATISFIED.
 *EX CONDITIONS ALLOWABLE RELEASE FOUND BY TAKING THE AREAS OF SITE WITH DETENTION MEASURES AS EXISTING CONDITION OPEN SPACE (Q10=14) RATHER THAN AS WHAT EXISTS CURRENTLY

D.A. 'C' 1" SUMMARY

Typical Corner Comprehensive Plan Stormwater Conformance Spreadsheet - Beta Version 4-18-2012

Category	Code	Requirement	Compliance	Notes
Apply Runoff Reduction Practices	10.1.1	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.2	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.3	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.4	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.5	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.6	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.7	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.8	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.9	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.10	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.11	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.12	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.13	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.14	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.15	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.16	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.17	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.18	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.19	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.20	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.21	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.22	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.23	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.24	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.25	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.26	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.27	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.28	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.29	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.30	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.31	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.32	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.33	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.34	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
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Apply Runoff Reduction Practices	10.1.41	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.42	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.43	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.44	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.45	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.46	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.47	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.48	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.49	Runoff reduction practices shall be installed on all impervious areas...	Compliant	
Apply Runoff Reduction Practices	10.1.50	Runoff reduction practices shall be installed on all impervious areas...	Compliant	



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BUILDING D5-DRAINAGE AREA 'D' SWM SUMMARY

DRAINAGE AREA TO LEED CONDITIONS FROM THE LEED REQUIREMENTS THE SAME AS THE SITE AREA. PLEASE NOTE THAT AT FINAL DESIGN THIS BOUNDARY MAY CHANGE BASED UPON LEED REQUIREMENTS.

Category	Area (sq ft)	Area (sq ft) to LEED
Roof	10,000	10,000
Impervious	15,000	15,000
Permeable	5,000	5,000
Total	30,000	30,000

TOTAL BIOMAT VOLUME (PROPOSED CONDITIONS)
 2 YR. 1.38 AC * (12.28 / 12 IN FT) = 13,560 SQ FT/AC = 6,061 CF

Category	Volume (cf)
Roof	10,000
Impervious	15,000
Permeable	5,000
Total	30,000

TOTAL BIOMAT VOLUME (PROPOSED CONDITIONS)
 2 YR. 1.38 AC * (2.86 IN / 12 IN FT) = 3,260 SQ FT/AC = 14,327 CF

PER LEED, POST-DEVELOPMENT VOLUME FOR THE 2 YEAR STORM MUST NOT EXCEED THE EXISTING CONDITIONS VOLUME (EX. SITE IS GREATER THAN 50% PERVIOUS). THEREFORE, ANY ADDITIONAL VOLUME WILL BE MET THROUGH A REUSE VAULT.
 2 YR. 14,327 CF - 6,061 CF = 8,266 CF
 REDUCTION TAKEN FOR GREEN ROOF STORAGE VOLUME
 5702 SF INTENSIVE GREEN ROOF (4" DEPTH, 0.3 POROSITY)
 3840 SF EXTENSIVE GREEN ROOF (4" DEPTH, 0.3 POROSITY)
 REDUCTION TAKEN FOR PERMEABLE PAVEMENT STORAGE = 103 CF
 = 8266 CF - (10,372 + 5018 + 103) CF IS LESS THAN 0 SO LEED REQUIREMENT IS MET

PFM COMPLIANCE

PER FAIRFAX 2011 SOIL MAP, SOIL TYPE ASSIGNED TO BE TYPE C

2-YEAR HYDROGRAPH

10-YEAR HYDROGRAPH

PERFORMANCE TABLE

Storm Type	Peak Discharge (CFD)	Time to Peak (min)	Volume (CF)
2-Year	8,730	15	1,380
10-Year	19,912	15	3,260

ALLOWABLE RELEASE RATE
 PER FAIRFAX COUNTY, THE PEAK RELEASE RATE FOR THE PROPOSED 2-YR AND 10-YR DESIGN STORMS WILL BE REDUCED TO A LEVEL EQUAL TO OR LESS THAN THE EXISTING CONDITION PEAK RELEASE RATE.
 SITE AREA = 1.38 ACES
 2 YR. 1.38 AC * (12.28 / 12 IN FT) = 13,560 SQ FT/AC = 6,061 CF
 10 YR. 1.38 AC * (2.86 / 12 IN FT) = 3,260 SQ FT/AC = 14,327 CF
 BMP STORAGE ALLOWED FOR A SMALLER RELEASE RATE THAN WHAT IS REQUIRED. THEREFORE, THE PFM REQUIREMENT IS MET.

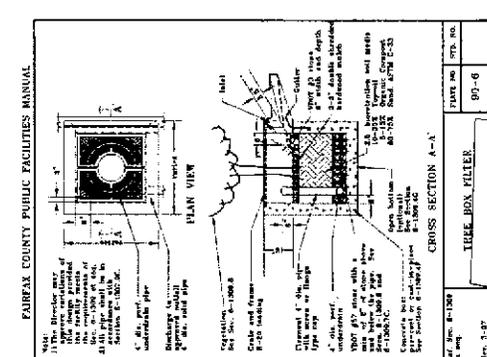
D.A. 'D' 1' SUMMARY

TABLE 5.1: SWM COMPLIANCE PLAN SUMMARY (CONTINUED) - BUILDING D5 - DRAINAGE AREA 'D'

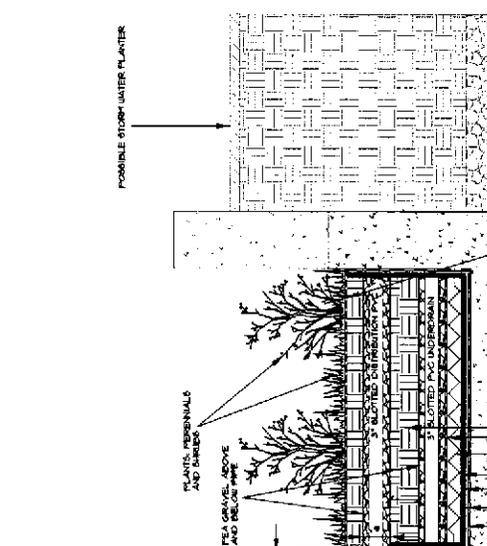
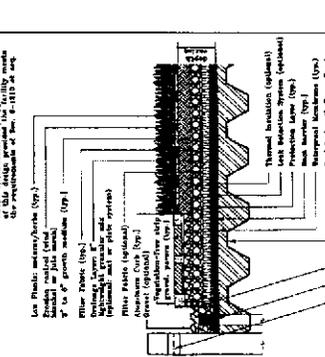
Category	Area (sq ft)	Volume (cf)	Reduction (cf)
Roof	10,000	10,000	0
Impervious	15,000	15,000	0
Permeable	5,000	5,000	0
Total	30,000	30,000	0

WDM COMPUTATIONS

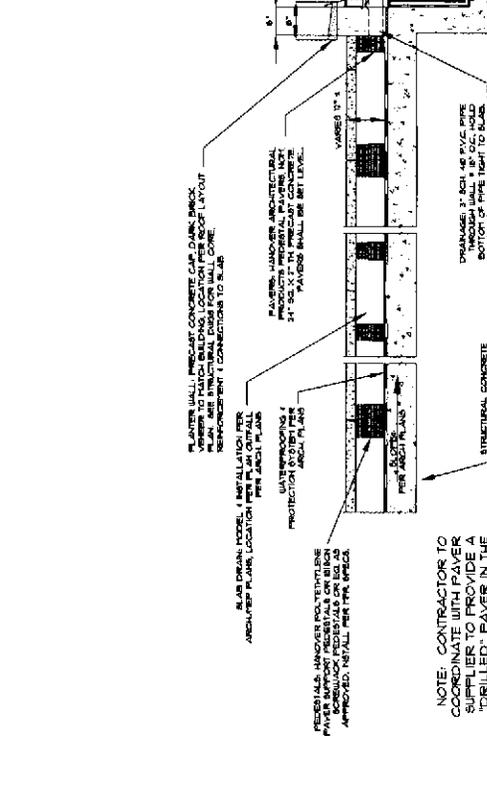
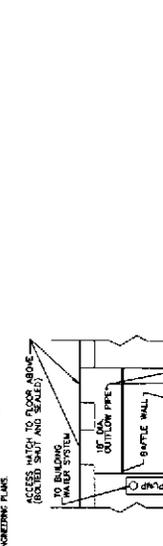
C-13D



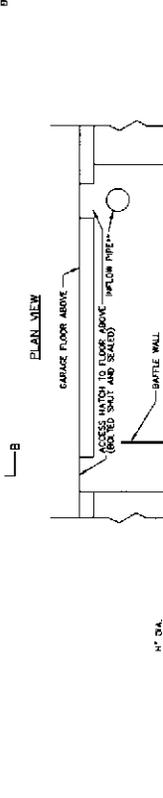
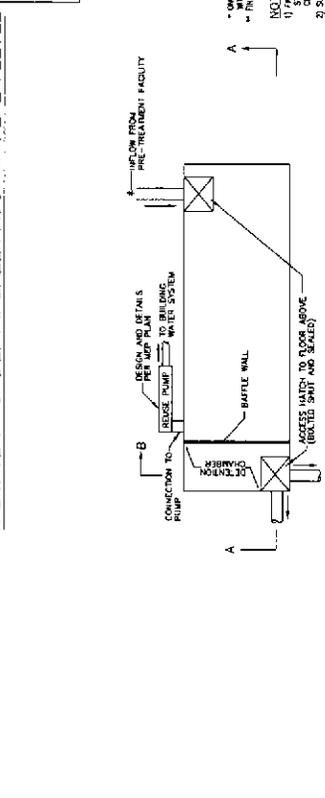
NOTE: The filter fabric must be installed in the same manner as shown in the details. The filter fabric must be installed in the same manner as shown in the details. The filter fabric must be installed in the same manner as shown in the details.



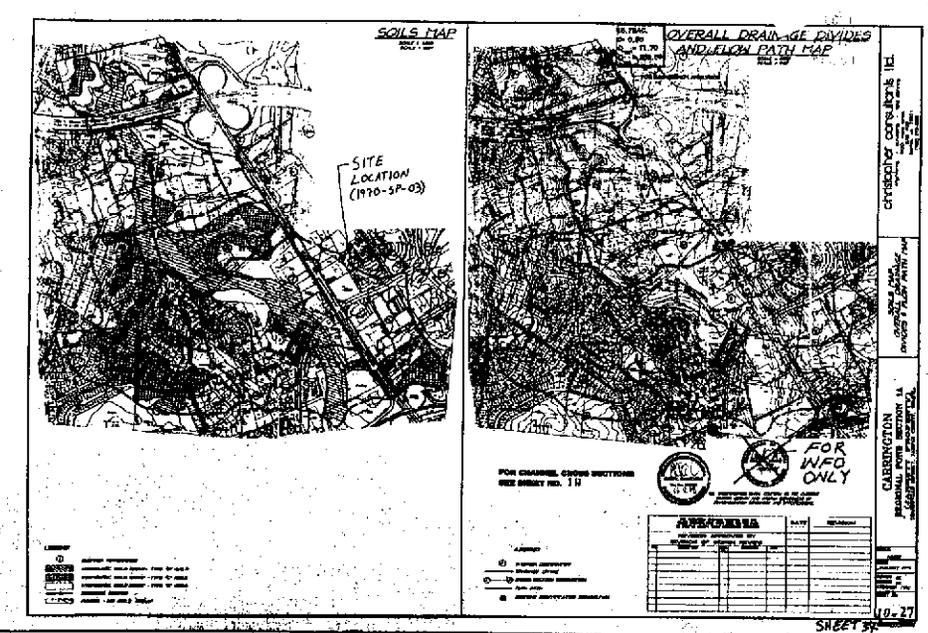
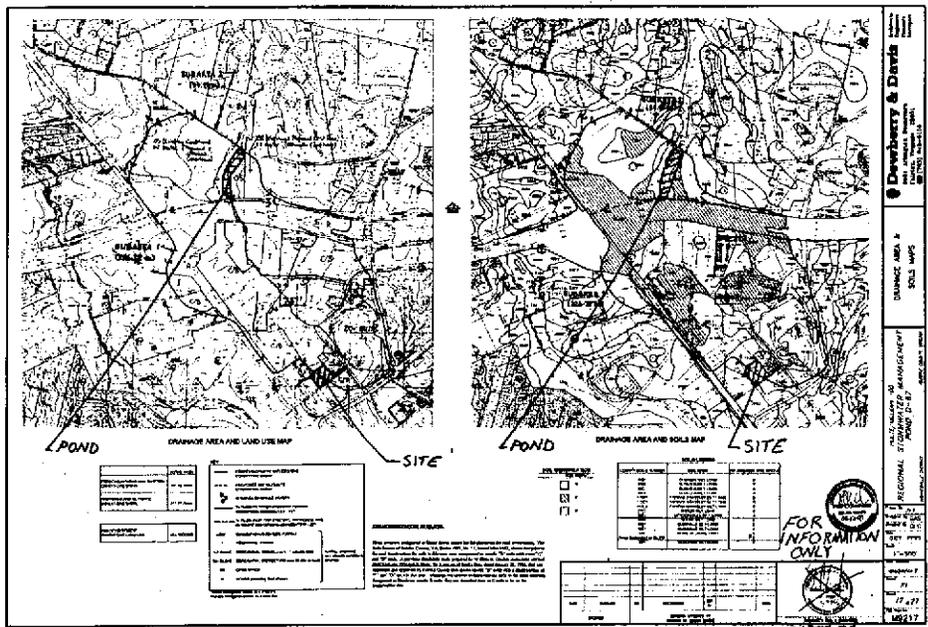
NOTE: The planter must be installed in the same manner as shown in the details. The planter must be installed in the same manner as shown in the details. The planter must be installed in the same manner as shown in the details.



NOTE: CONTRACTOR TO COORDINATE WITH PAVEMENT SUPPLIER TO PROVIDE A 'DRILLED' PAVEMENT IN THE LOCATIONS OVER THE DRAIN DRAINS TO FACILITATE DRAIN LOCATION & MAINTENANCE.



NOTE: THE CONTRACTOR SHALL BE RESPONSIBLE FOR THE DESIGN AND CONSTRUCTION OF THE FACILITY. THE CONTRACTOR SHALL BE RESPONSIBLE FOR THE DESIGN AND CONSTRUCTION OF THE FACILITY. THE CONTRACTOR SHALL BE RESPONSIBLE FOR THE DESIGN AND CONSTRUCTION OF THE FACILITY.



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 Contact: Thad M. Rodriguez
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 fax 703 548 0280
 t.m.rodriguez@fortnerrod.com

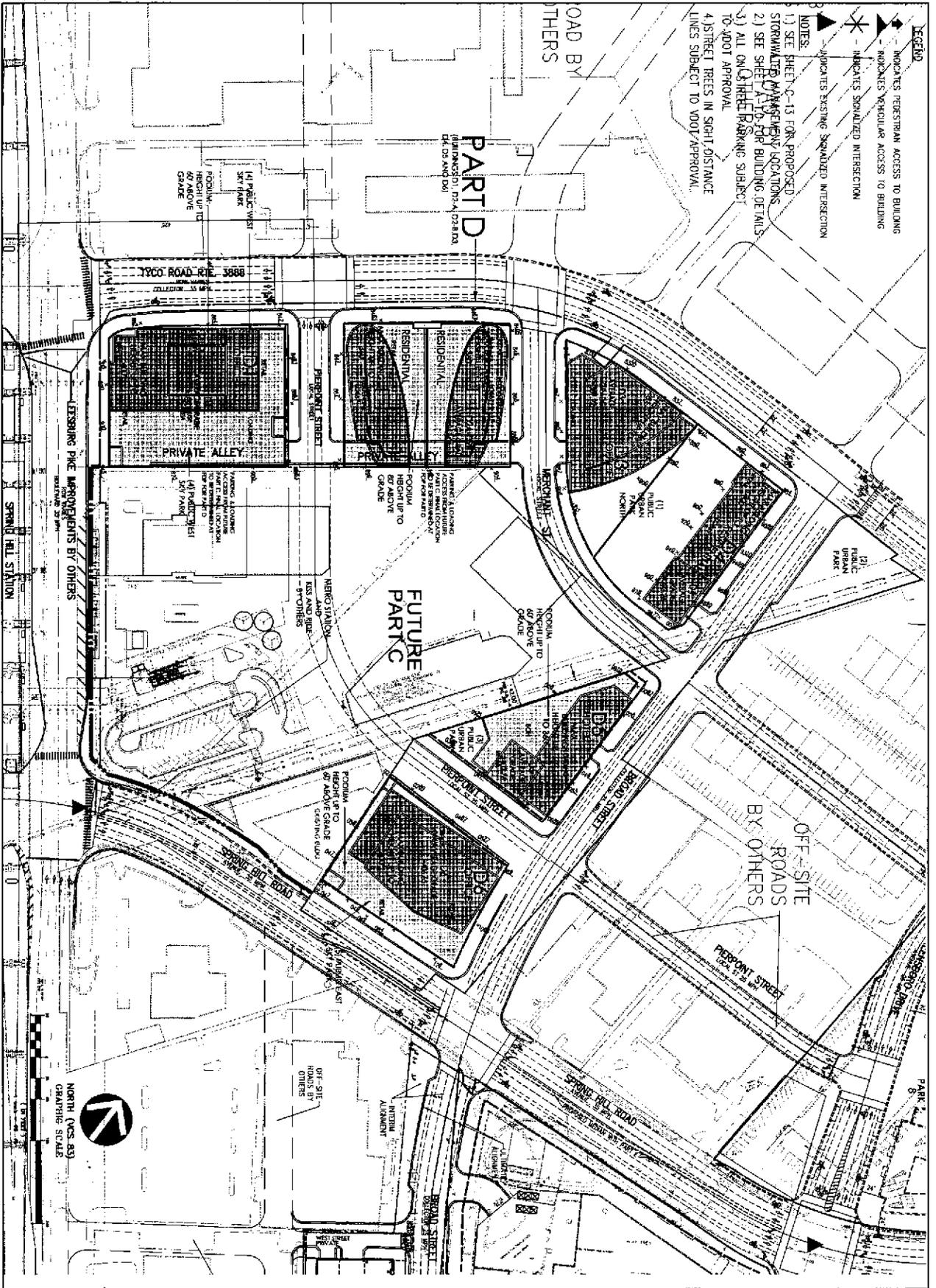
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Land Use/Zoning Attorney:
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 ebaker@markloheylaw.com

Spring Hill Station
 PROVIDENCE DISTRICT
 FAIRFAX COUNTY, VIRGINIA

The Georgetas Group
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 McLean, VA 22102

CDP	Revised/Issued	Date
CDP (Revised)	06.22.10	
CDP (Revised)	09.24.10	
CDP (Accepted)	01.14.11	
CDP (Revised)	12.20.10	
CDP (Revised)	03.18.11	
CDP (Revised)	04.05.11	
CDP (Revised)	11.20.11	
CDP (Revised)	7.13.12	
CDP (Revised)	10.19.12	
CDP (Revised)	11.28.12	



LEGEND

- ▲ INDICATES PEDESTRIAN ACCESS TO BUILDING
 - ▶ INDICATES VEHICULAR ACCESS TO BUILDING
 - ✱ INDICATES SIGNALIZED INTERSECTION
 - ▲ INDICATES EXISTING SIGNALIZED INTERSECTION
- NOTES:**
- 1) SEE SHEET C-13 FOR PROPOSED STORAGE/DETRIMENT MANAGEMENT LOCATIONS.
 - 2) SEE SHEET C-14 FOR BUILDING DETAILS.
 - 3) ALL ON-SITE PARKING SUBJECT TO ADOT APPROVAL.
 - 4) STREET TREES IN RIGHT-OF-WAY SUBJECT TO VDOT APPROVAL.

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Part D
 NORTH (ACS 83)
 GRAPHIC SCALE
 1" = 20' 0"



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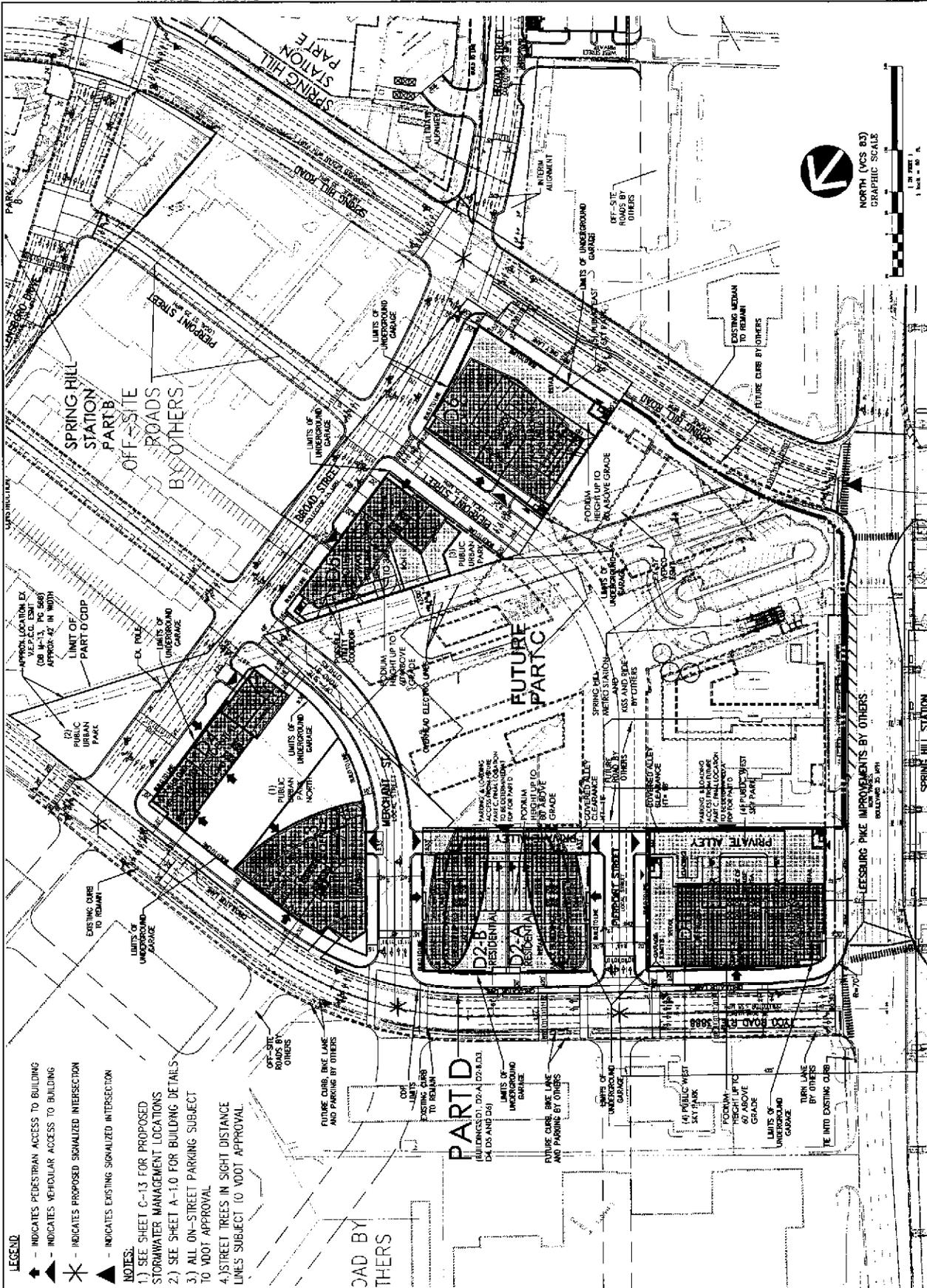
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CONTACT: David L. White
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 david.white@wdg.com



- LEGEND**
- INDICATES PEDESTRIAN ACCESS TO BUILDING
 - INDICATES VEHICULAR ACCESS TO BUILDING
 - ✱ INDICATES PROPOSED SIGNALIZED INTERSECTION
 - ▲ INDICATES EXISTING SIGNALIZED INTERSECTION
- NOTES:**
- 1) SEE SHEET C-13 FOR PROPOSED STORMWATER MANAGEMENT LOCATIONS
 - 2) SEE SHEET A-1.0 FOR BUILDING DETAILS
 - 3) ALL ON-STREET PARKING SUBJECT TO VDOT APPROVAL
 - 4) STREET TREES IN SIGHT DISTANCE LINES SUBJECT TO VDOT APPROVAL

PART D
 BUILDINGS D1, D2, A, D2 & D3, D4, D5 AND D6

AD BY OTHERS

SPRING HILL STATION PART B

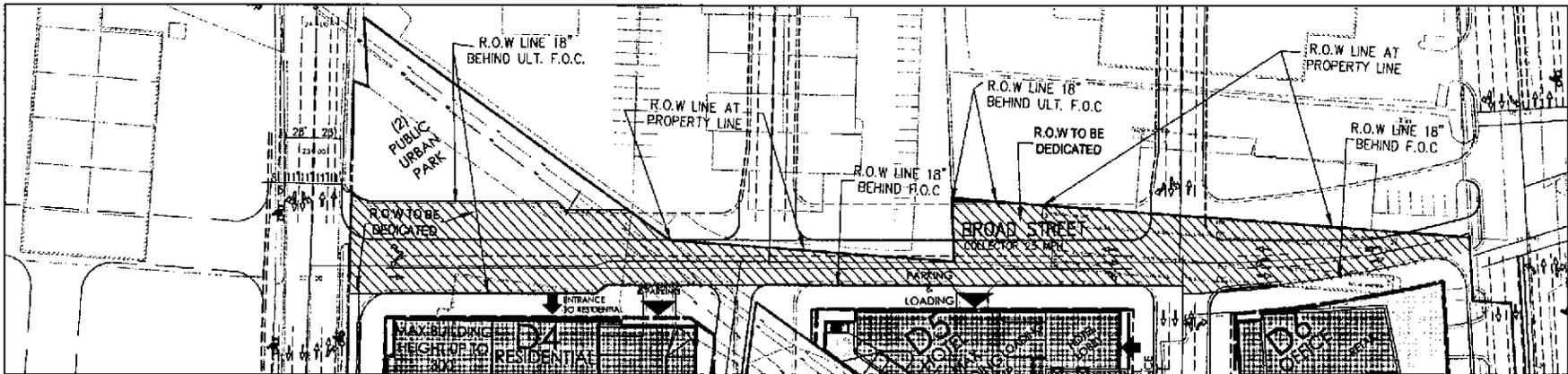
SPRING HILL STATION PART C

SPRING HILL STATION PART D

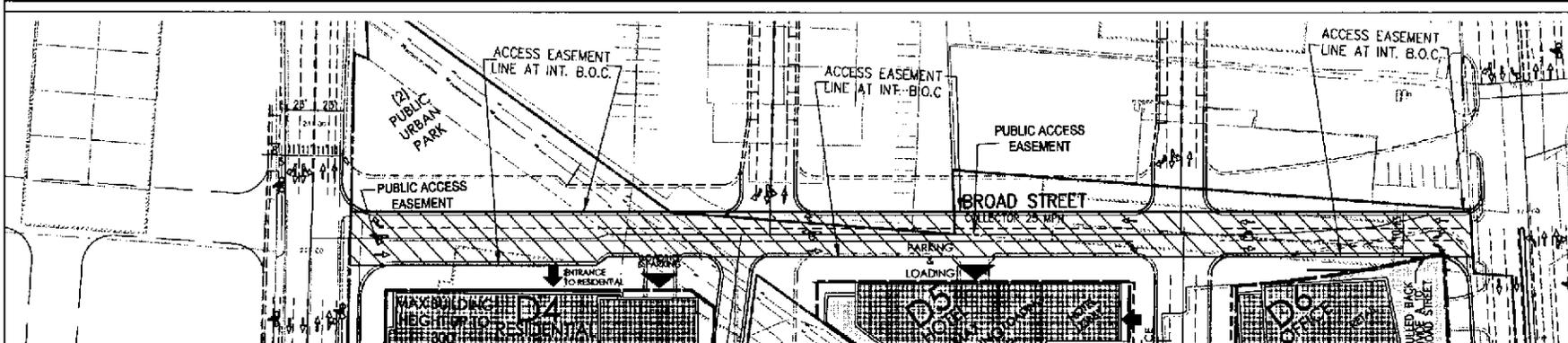
SPRING HILL STATION PART E

SPRING HILL STATION PART F

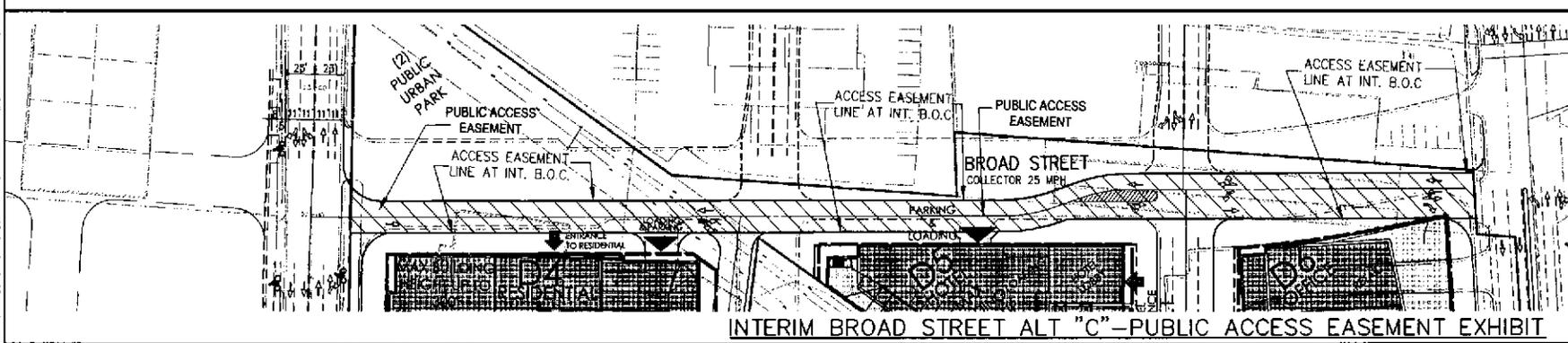
NORTH (VCS 83)
 GRAPHIC SCALE
 1" = 50' - 0" A
 1" = 100' - 0" A



BROAD STREET ALT "A" -INITIAL RIGHT-OF-WAY DEDICATION EXHIBIT



INTERIM BROAD STREET ALT "B"-PUBLIC ACCESS EASEMENT EXHIBIT



INTERIM BROAD STREET ALT "C"-PUBLIC ACCESS EASEMENT EXHIBIT

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 elizabeth@thelawfirm.com

Spring Hill Station
 PROVIDENCE
 FAIRFAX COUNTY,
 VIRGINIA

The Engineers Group
 8405 Greenbry Dr. #130
 Midco, VA 22102

CDP	06.23.10
CDP (REVISION)	08.24.10
CDP (REVISION)	10.14.10
CDP (REVISION)	11.23.10
CDP (REVISION)	1.18.11
CDP (REVISION)	2.22.11
CDP (REVISION)	3.29.11
CDP (REVISION)	5.8.11
CDP (REVISION)	5.27.11
CDP (REVISION)	7.6.11
CDP (REVISION)	8.11.11
CDP (REVISION)	8.22.11
CDP (REVISION)	11.24.11
CDP (REVISION)	1.13.12
CDP (REVISION)	10.19.12
CDP (REVISION)	11.29.12
CDP (REVISION)	01.11.13
CDP (REVISION)	01.28.13

Project No: 10080051
BROAD STREET DEDICATION / EASEMENT EXHIBIT
 Scale: 1" = 40'

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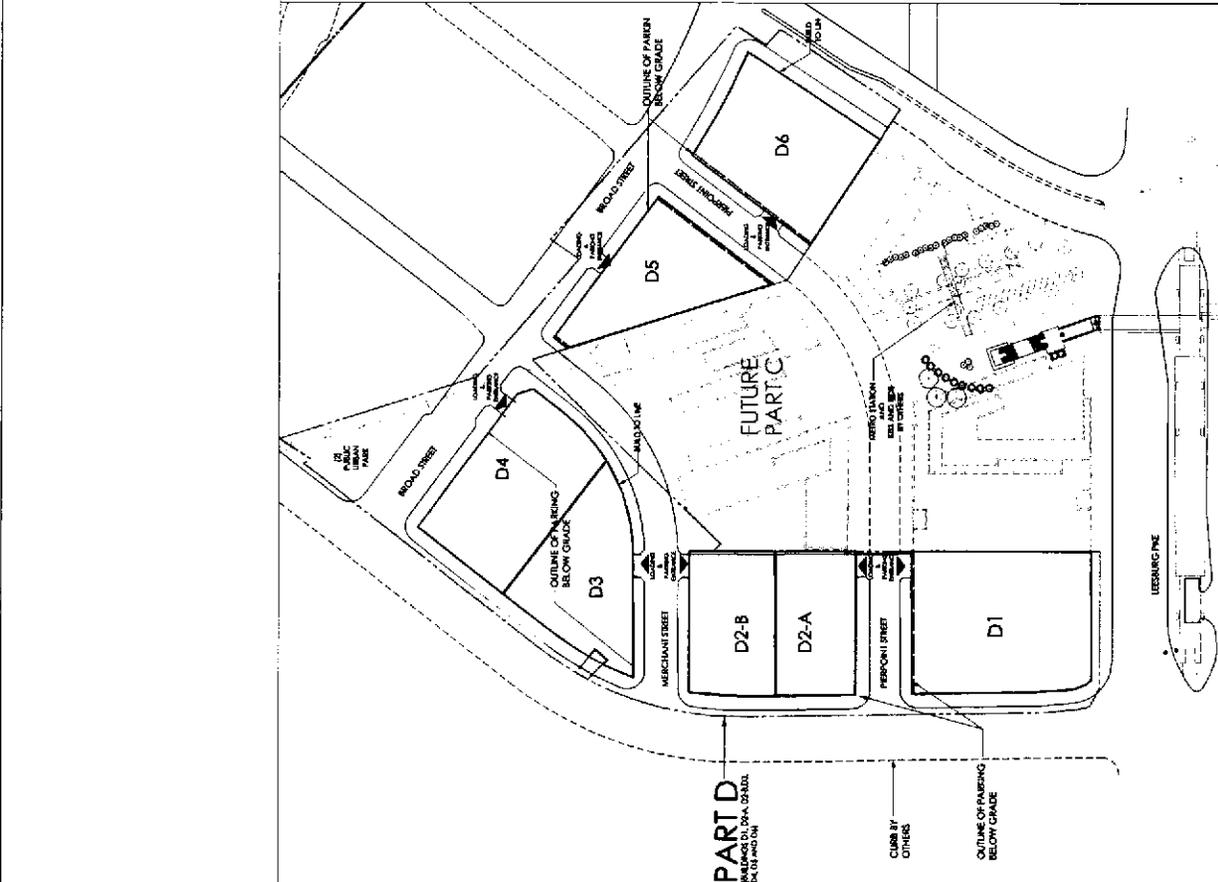
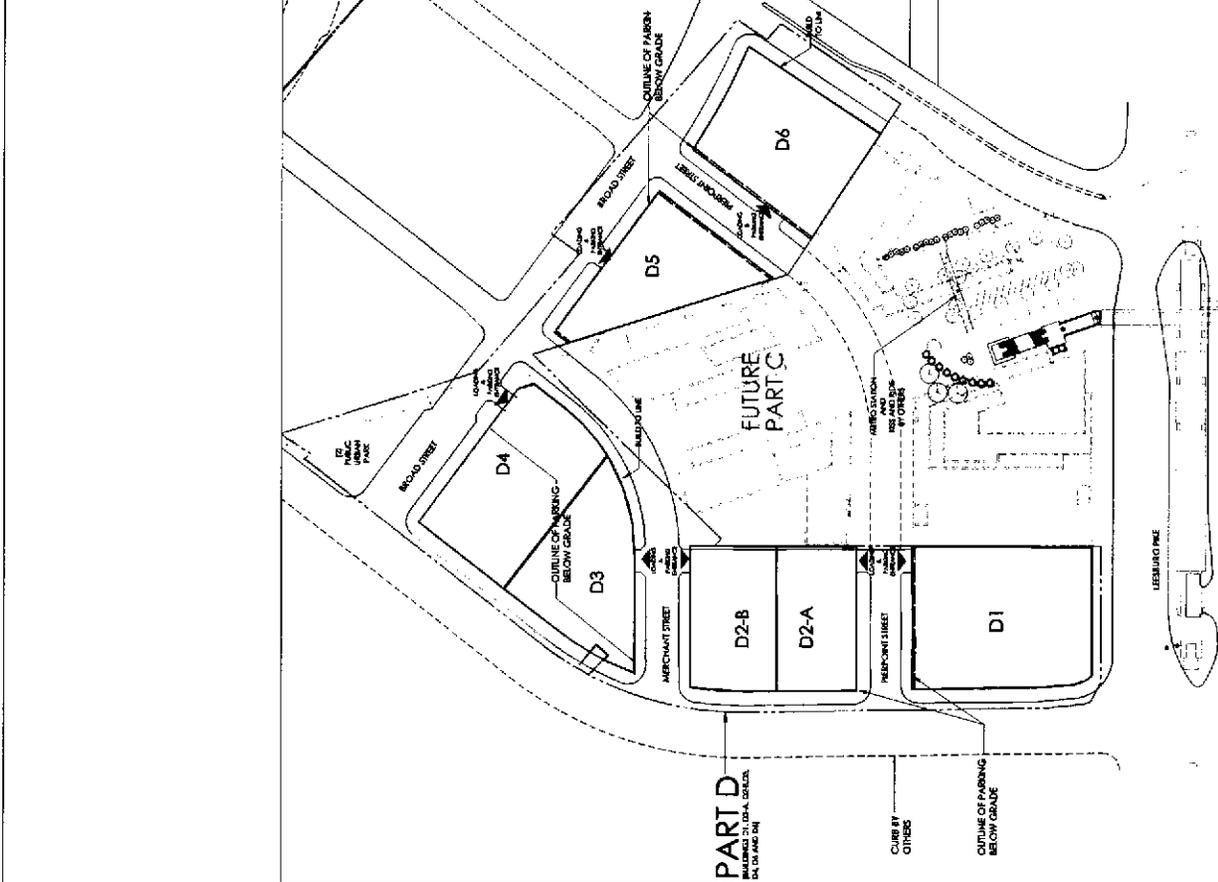
WDC ARCHITECTURE
 1800 Park Ave. Suite 100
 Parkersburg, WV 26101
 Phone: 304.783.1111
 Fax: 304.783.1112
 www.wdcarch.com

Spring Hill Station
 Part D
 FAYATOWN DISTRICT
 WYOMING
 VIRGINIA

DATE	DESCRIPTION
01/15/2010	ISSUED FOR PERMITS
02/05/2010	REVISED PER COMMENTS
02/15/2010	REVISED PER COMMENTS
03/05/2010	REVISED PER COMMENTS
03/15/2010	REVISED PER COMMENTS
04/05/2010	REVISED PER COMMENTS
04/15/2010	REVISED PER COMMENTS
05/05/2010	REVISED PER COMMENTS
05/15/2010	REVISED PER COMMENTS
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12/15/2010	REVISED PER COMMENTS

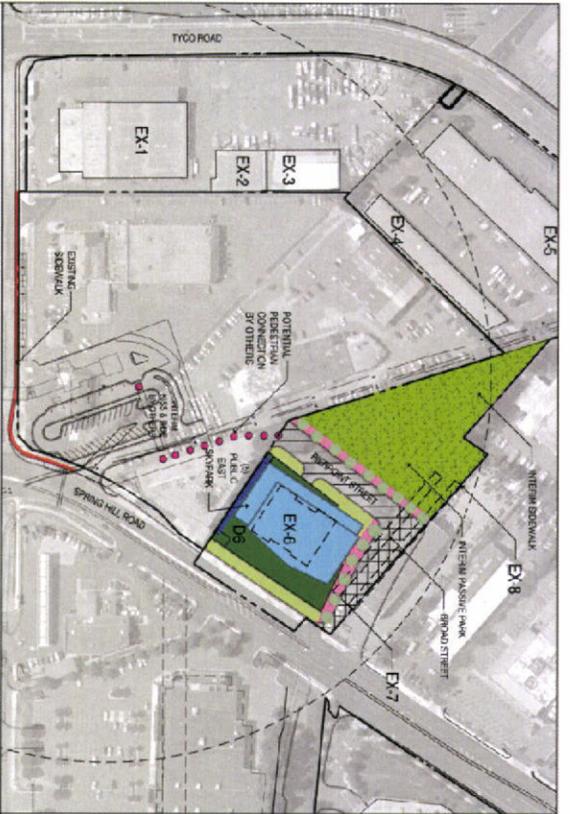
1000 Park Ave. Suite 100
 Parkersburg, WV 26101
 Phone: 304.783.1111
 Fax: 304.783.1112
 www.wdcarch.com

PART D
 BELOW GRADE PARKING
 OPTION 1 AND OPTION 2
 SHEET 1 OF 2



BELOW GRADE PARKING OUTLINE - OPTION 1 MAXIMUM COMMERCIAL
 1

BELOW GRADE PARKING OUTLINE - OPTION 2 MAXIMUM RESIDENTIAL
 2



- PHASE D4**
- DISCUSSION:**
- EX-1
 - EX-2
 - EX-3
 - EX-4
 - EX-5
 - EX-6
 - EX-7
 - EX-8
- PROPOSALS:**
- CONSTRUCT BUILDING D4
 - CONSTRUCT INTERIM BROADWAY STREET FROM SPRING HILL ROAD TO HERBORN STREET
 - CONSTRUCT INTERIM PARK AND OPEN SPACE IMPROVEMENT
 - FINAL SKYPARK
 - INTERIM SCREEN WALL, A, D4
 - INTERIM SCREEN WALL ON BROAD STREET AND HERBORN STREET ALONG D4 FRONTAGE
 - INTERIM PAVEMENT PARK, A, D4

LEGEND

- Building
- Interim Skypark
- Final Skypark
- Final Streetscape
- Existing Sidewalk
- Interim Streetscape
- Interim Park and Open Space Improvement
- Final Urban Park
- Final Road Construction
- Interim Road Construction
- Interim Use
- Interim Screen Wall
- Existing Sidewalk
- Interim Retaining Wall



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 www.wdcarchitecture.com

Spring Hill Station
Part D
 PROVIDENCE DISTRICT
 FAIRFAX COUNTY,
 VIRGINIA



Code	Description	Area (sq ft)	Volume (cu ft)
CDP	Construction	64,530	64,530
CDP	Construction	64,530	64,530
CDP	Construction	64,530	64,530
CDP	Construction	64,530	64,530
CDP	Construction	64,530	64,530
CDP	Construction	64,530	64,530
CDP	Construction	64,530	64,530
CDP	Construction	64,530	64,530
CDP	Construction	64,530	64,530
CDP	Construction	64,530	64,530



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 WDC ARCHITECTURE



DECEMBER 3:00 PM



DECEMBER 12:00 PM



JUNE 3:00 PM



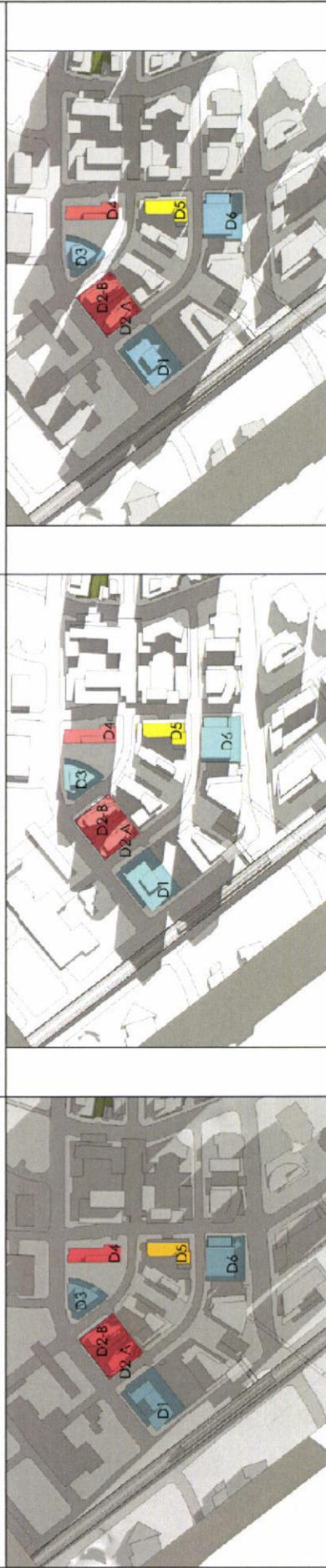
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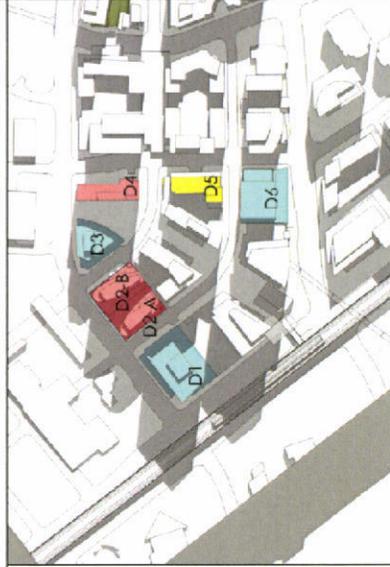
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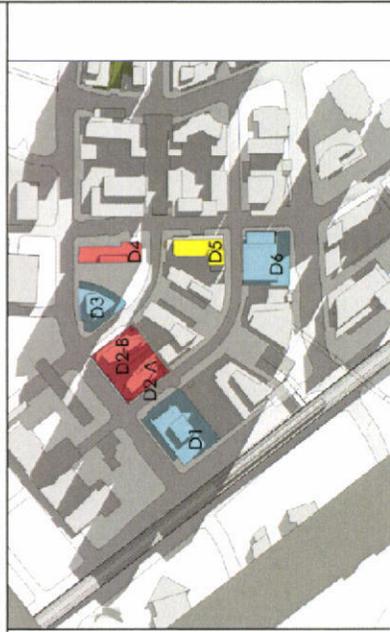
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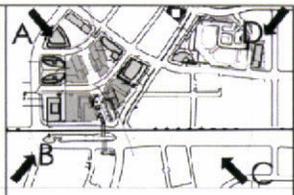


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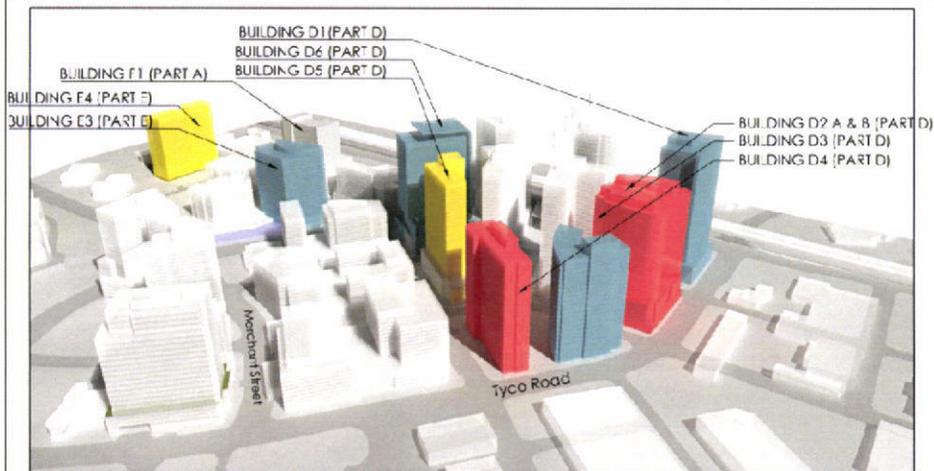
RETAIL
RESIDENTIAL
OFFICE
HOTEL
PROPOSED BUILDINGS



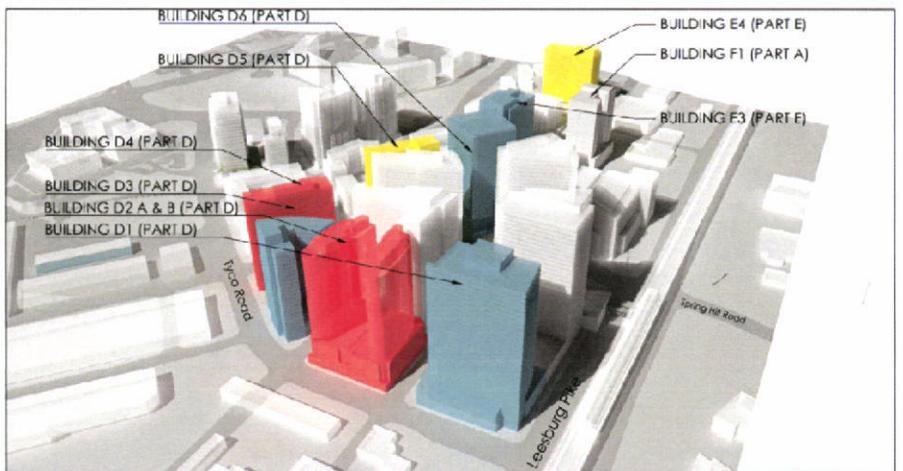
LEGEND

KEY PLAN

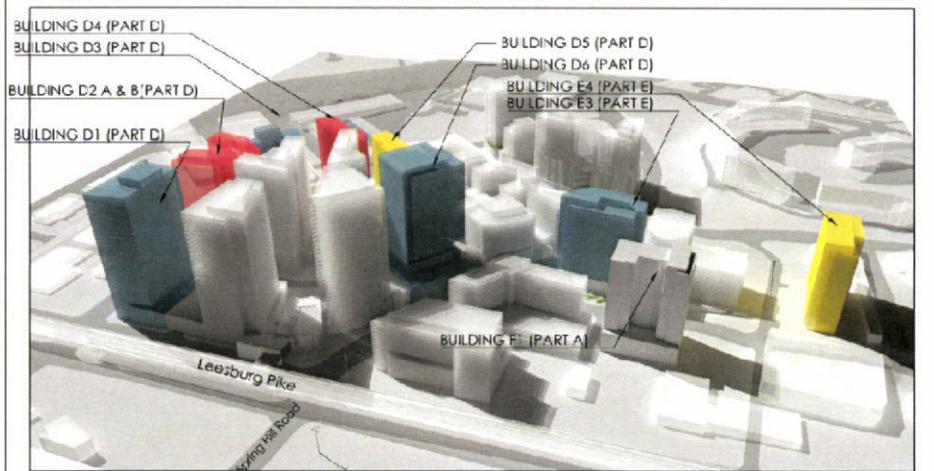
WDG ARCHITECTURE
 WDG Architects, PLLC
 1800 Commonwealth Dr., Suite 300
 Charlottesville, VA 22904
 Tel: 803.448.4198
 www.wdgarchitecture.com



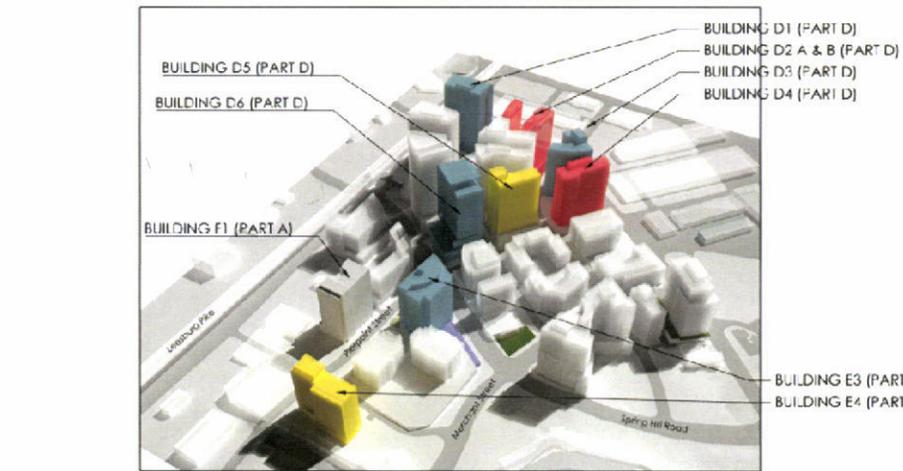
A



B



C



D

Application:
 Design Group LLC
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 1800 Commonwealth Dr., P.O. Box
 Midway, VA 22949
 Tel: 703.891.6140
 Tel: 703.528.4193
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 Email: ewiles@wiles.com

Spring Hill Station
Part D
 PRELIMINARY DISTRICT
 PARKING CONFIGURATION
 VISIONARY

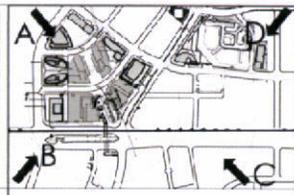
The Virginia Dept.
 1800 Commonwealth Dr., P.O. Box
 Midway, VA 22949

CDP	06.13.10
CDP (Revised)	08.24.10
CDP (Approved)	10.14.10
CDP (Part C & D)	11.03.11
CDP (Part D)	01.13.12
CDP (Part D)	10.19.12
CDP (Part D)	05.08.13
CDP (Part D)	05.13.13
CDP (Part D)	01.08.13

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PART D
 PROPOSED DEVELOPMENT
 WITH NEIGHBORING
 PROPERTIES - OPTION 1
 Scale: NTS

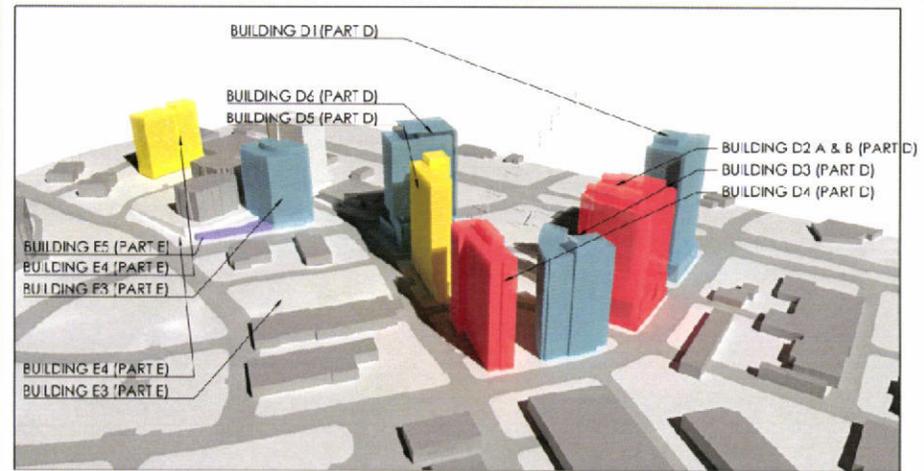
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RETAIL
RESIDENTIAL
OFFICE
HOTEL
EXISTING BUILDINGS

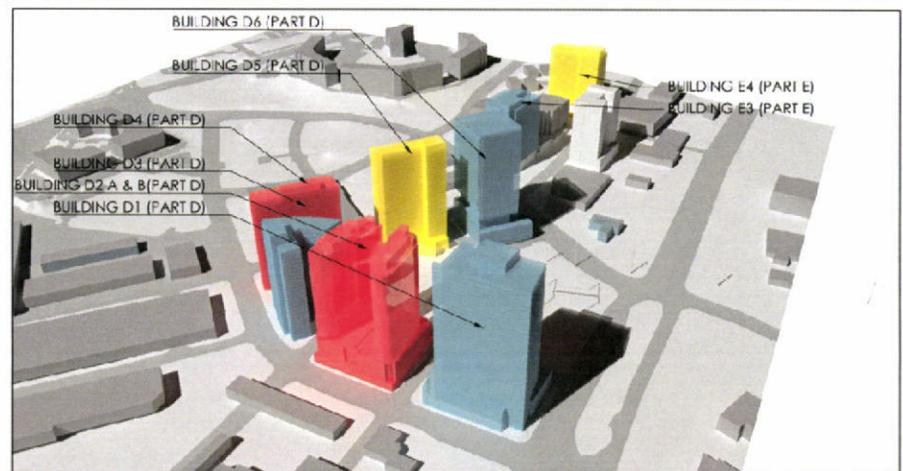


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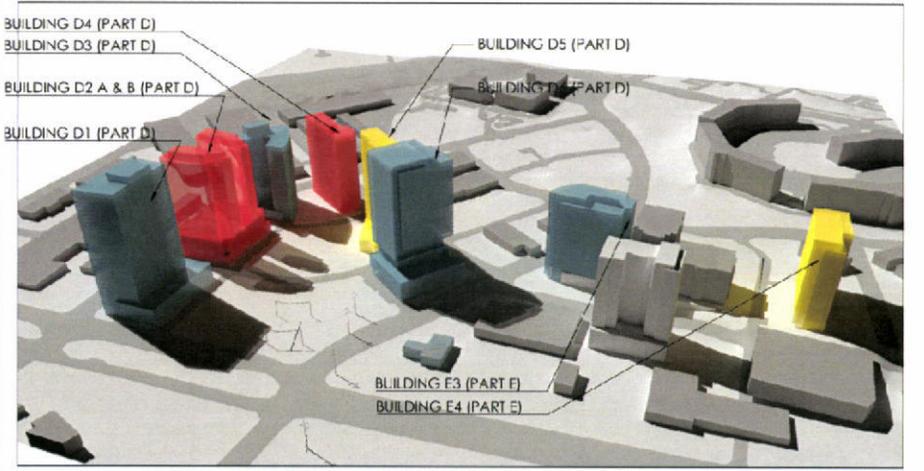
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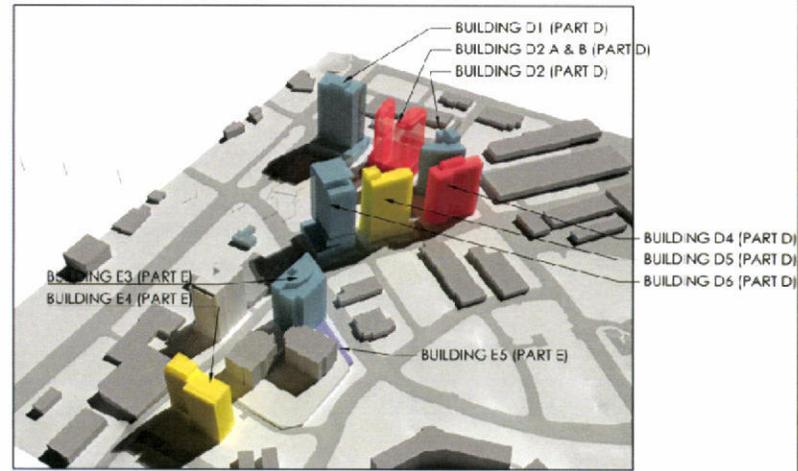
A



B



C



D

Applicant:
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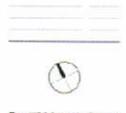
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Spring Hill Station
Part D
PROVIDENCE DISTRICT
FAIRFAX COUNTY,
VIRGINIA



The Orangina Group
1810 Connecticut Dr. PMB
McLean, VA 22101

CDP	06.11.10
CDP (Revised)	08.24.10
CDP (Approved)	10.14.10
CDP (Part C & D)	11.23.11
CDP (Part D)	01-13-12
CDP (Part D)	10.19.12
CDP (Part D)	11.08.13
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CDP (Part D)	01.31.13

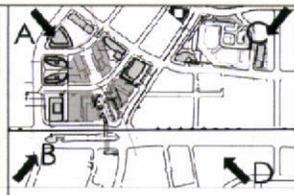


Orangina Group Project No. WDC001

PART D
PROPOSED DEVELOPMENT
WITH EXISTING CONTEXT
- OPTION

Scale: NTS
A-12.0

- RETAIL
- RESIDENTIAL
- OFFICE
- HOTEL
- PROPOSED BUILDINGS



LEGEND

KEY PLAN

WDG ARCHITECTURE
 WDG Architecture, PLLC
 1900 Connecticut Avenue, N.W.
 Washington, DC 20036
 Tel: 202.331.6300
 Fax: 202.331.6305
 e-mail: wdg@wdgarch.com

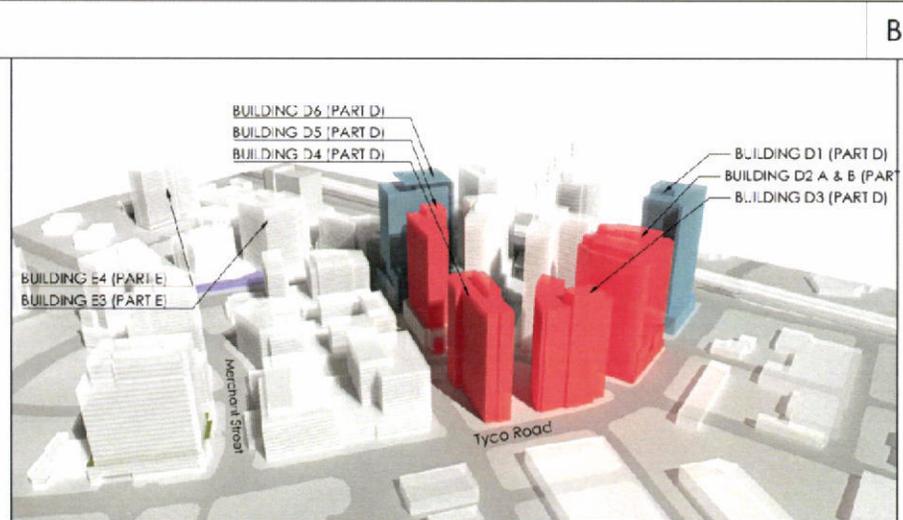
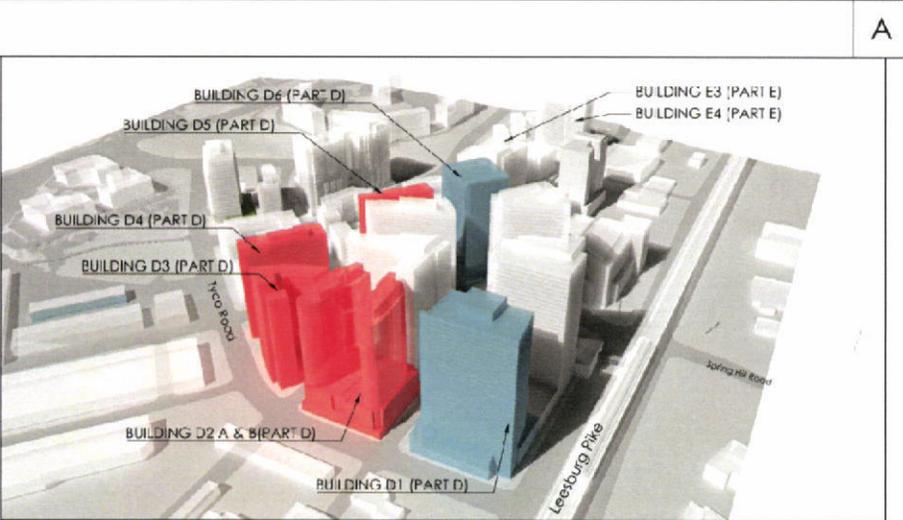
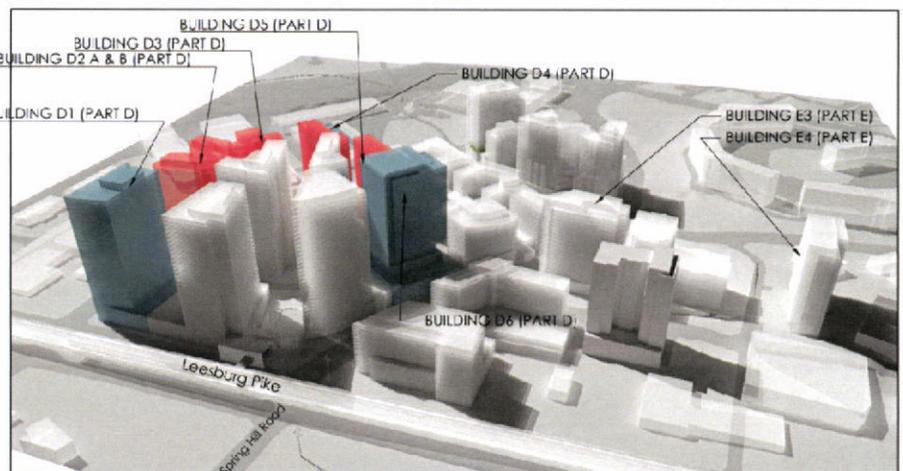
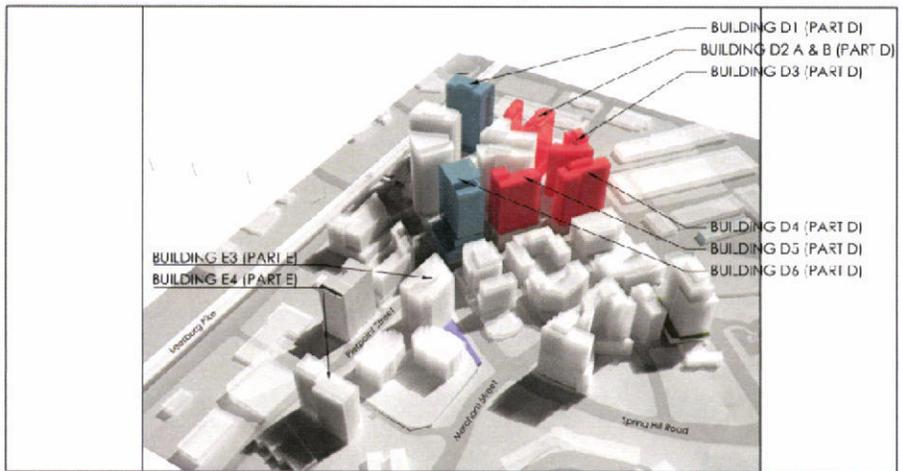
Applicant:
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 Fairfax, VA 22031

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 Tel: 703.443.8800
 Fax: 703.443.8800
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Spring Hill Station
 Part D
 PRINCEDALE DISTRICT
 FAIRFAX COUNTY,
 VIRGINIA

The Omega Group
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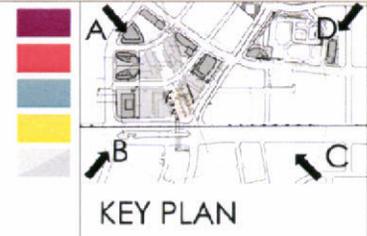
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CDP (Part D)	10.19.12
CDP (Part D)	11.08.12
CDP (Part D)	20.11.13
CDP (Part D)	21.18.13

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PART D
 PROPOSED DEVELOPMENT
 WITH NEIGHBORING
 PROPERTIES OPTION 2
 E.A. NIS

A-13.0

RETAIL
RESIDENTIAL
OFFICE
HOTEL
EXISTING BUILDINGS

LEGEND



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Fax: 202.575.1818
e-mail: wdg@wdgarch.com

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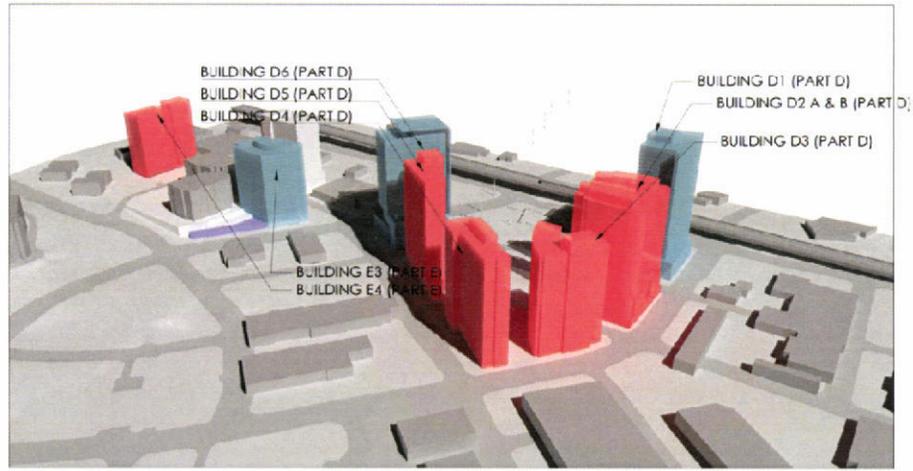
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e-mail: wdg@wdgarch.com

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e-mail: rcochran@vicki.com

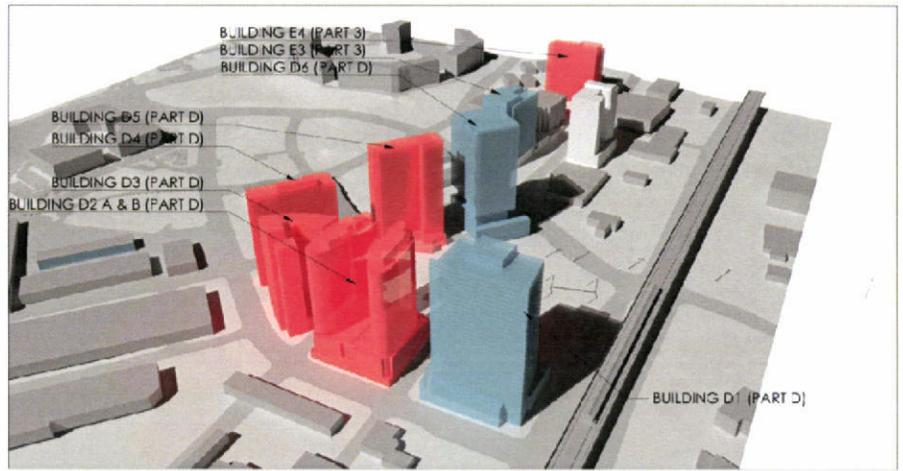
Landscaping Architect:
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Tel: 703.344.8000
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Traffic Consultant:
WDG Architecture, Inc.
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Arlington, VA 22202
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Fax: 703.515.8700
e-mail: chrisr@wdgarch.com

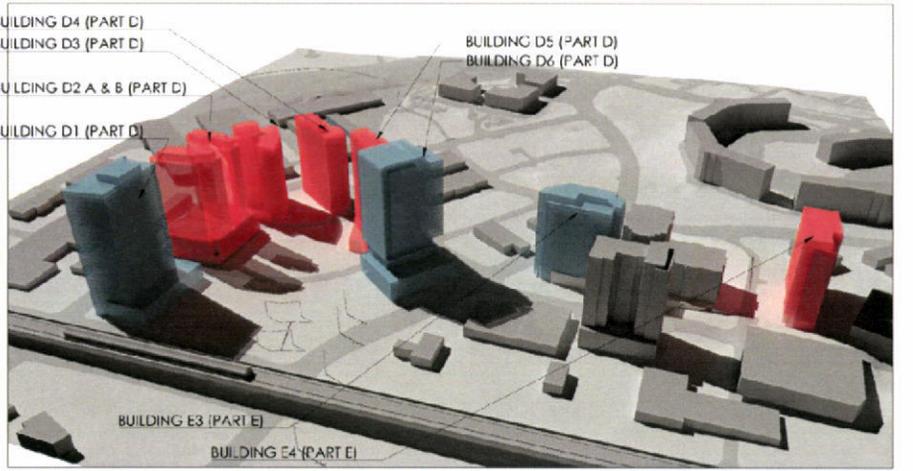
Landscaping Attorney:
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1900 Courthouse Blvd
18th Floor
Arlington, VA 22204
Tel: 703.588.4900
Fax: 703.588.4943
e-mail: ebaker@whitecarter.com



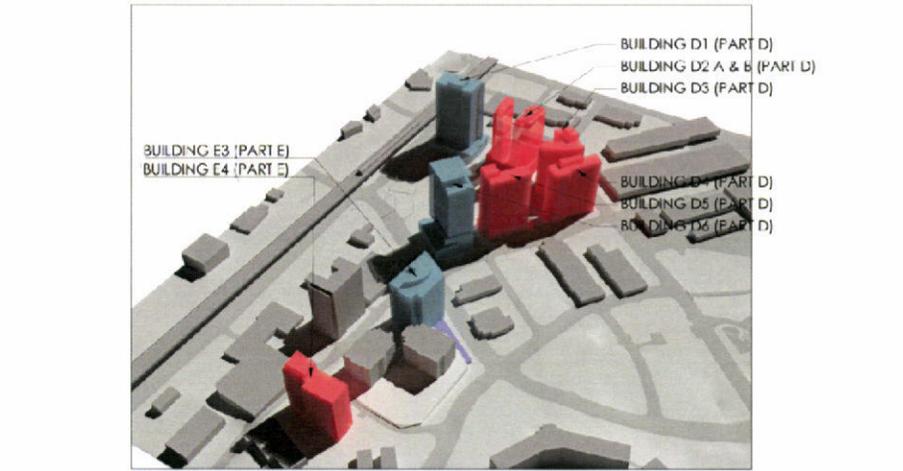
A



B



C



D

**Spring Hill Station
Part D**

PROMISE DISTRICT
FAIRFAX COUNTY,
VIRGINIA

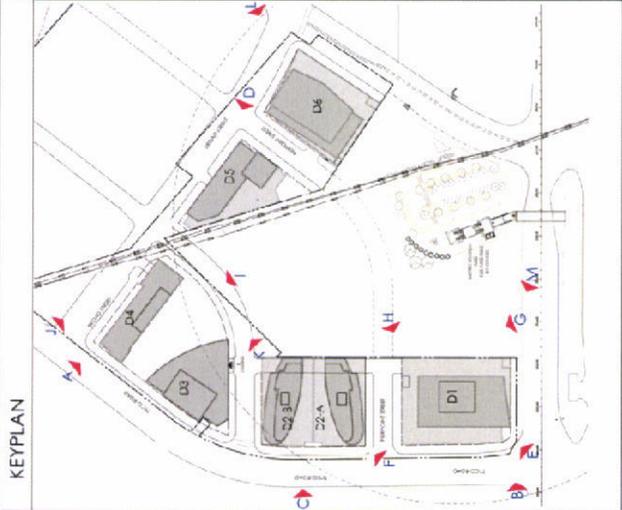
The Spring Hill
1400 Commonwealth Dr., 10th
Floor, Arlington, VA 22202

CDP	06.23.10
CDP (Amendment)	08.24.10
CDP (Part C & D)	10.14.10
CDP (Part C & D)	11.23.11
CDP (Part D)	01.23.12
CDP (Part D)	10.16.12
CDP (Part D)	11.09.12
CDP (Part D)	01.11.13
CDP (Part D)	01.30.13

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PART D
PROPOSED DEVELOPMENT
WITH EXISTING CONTEXT
- OPTION 2

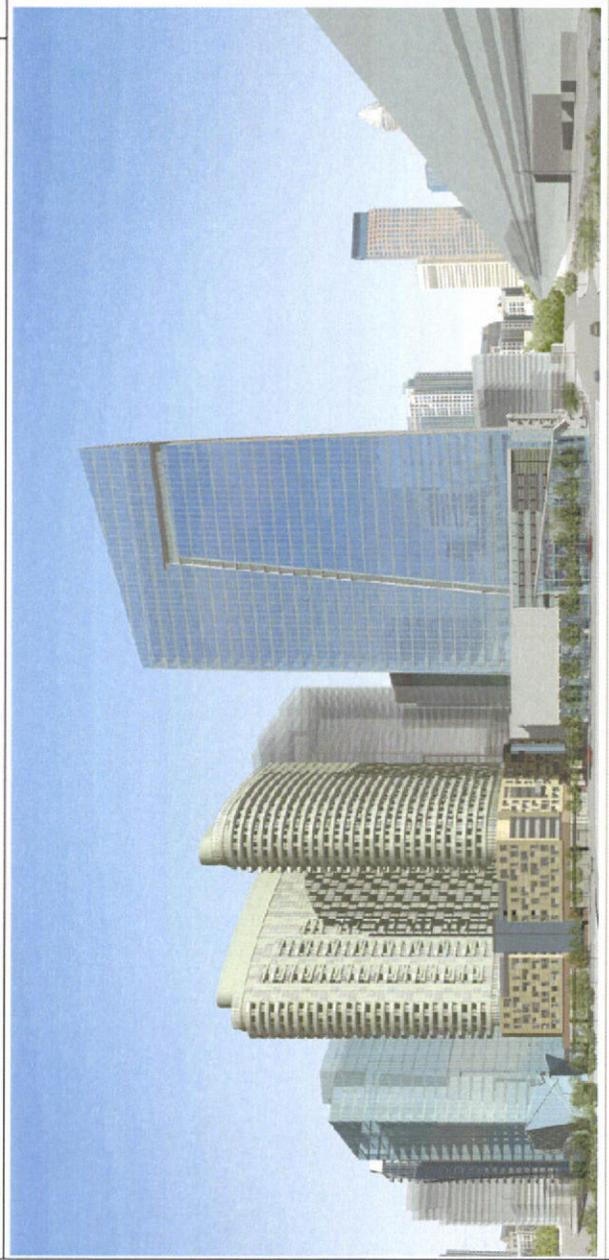
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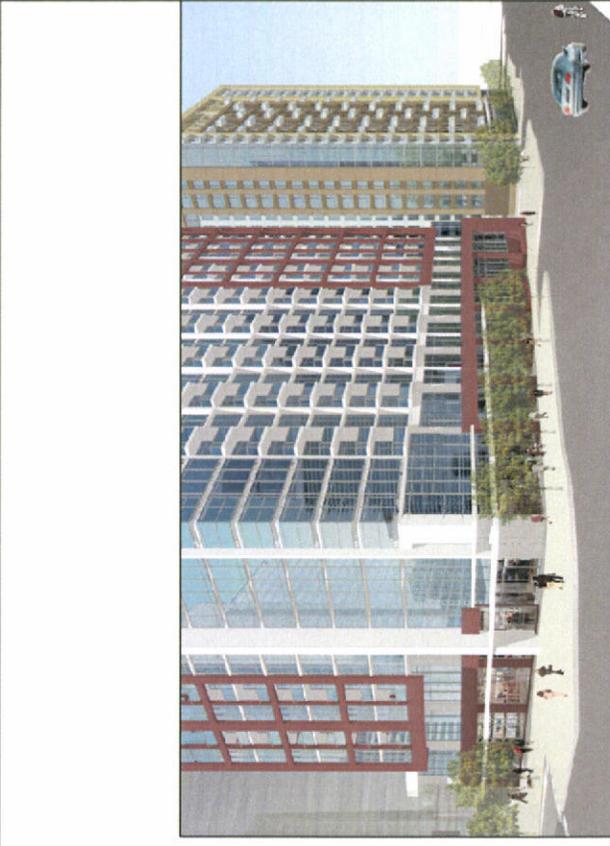


1 A - VIEW FROM TYCO ROAD

- NOTES:**
1. ALL PERSPECTIVE VIEWS ARE ILLUSTRATIVE AND ARE SUBJECT TO FINAL REVISIONS AND DESIGN.
 2. PERSPECTIVE RENDERINGS ARE PRELIMINARY AND FOR CONCEPTUAL PURPOSES ONLY.
 3. SKYLINE AND SCENES SHOWN ARE ILLUSTRATIVE AND SUBJECT TO FINAL DESIGN AND CONSTRUCTION. CONDITIONS AND MATERIALS MAY VARY FROM ILLUSTRATION.

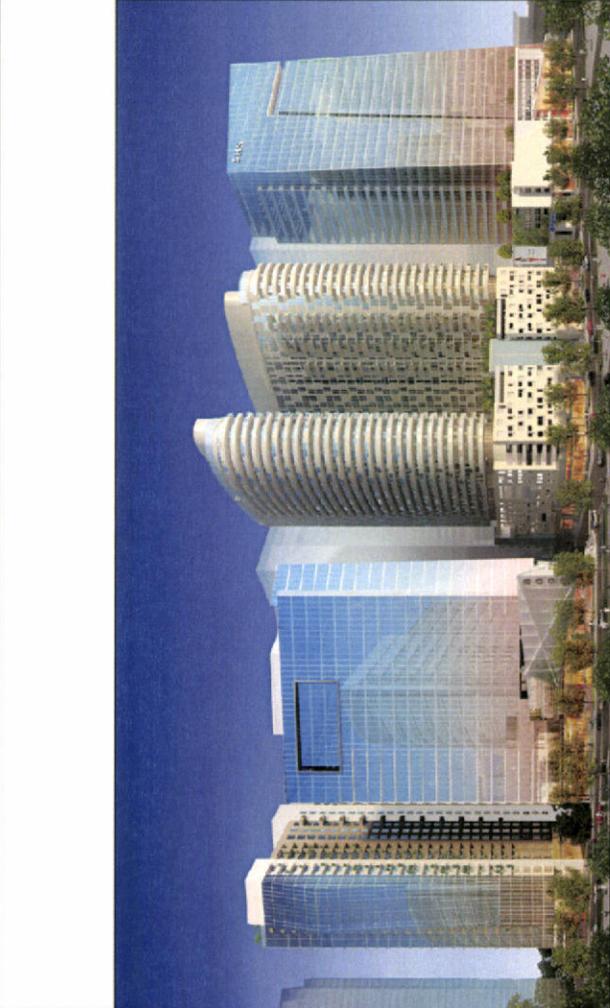


2 B - VIEW FROM LEESBURG PIKE



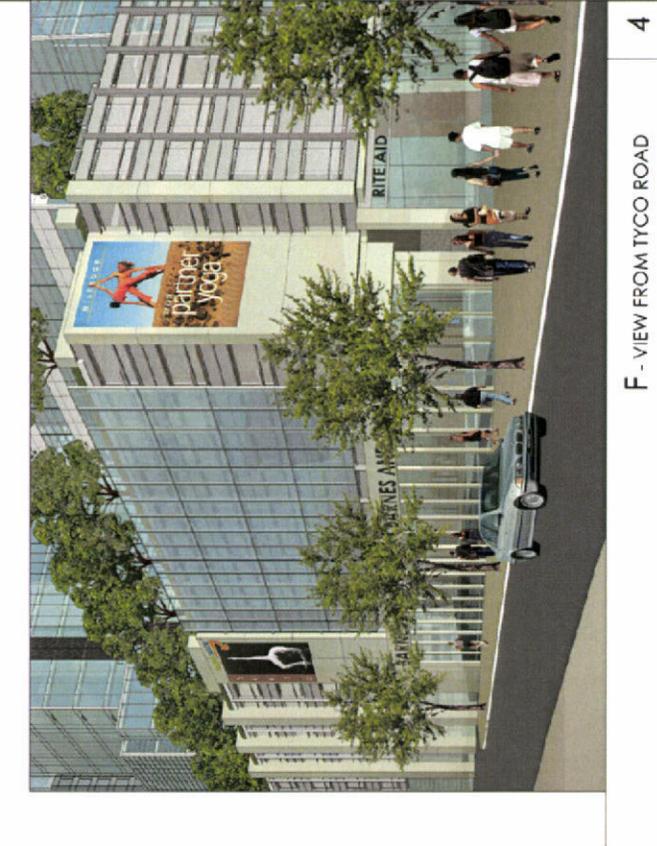
D - VIEW FROM BROAD STREET

E - VIEW FROM LEESBURG PIKE

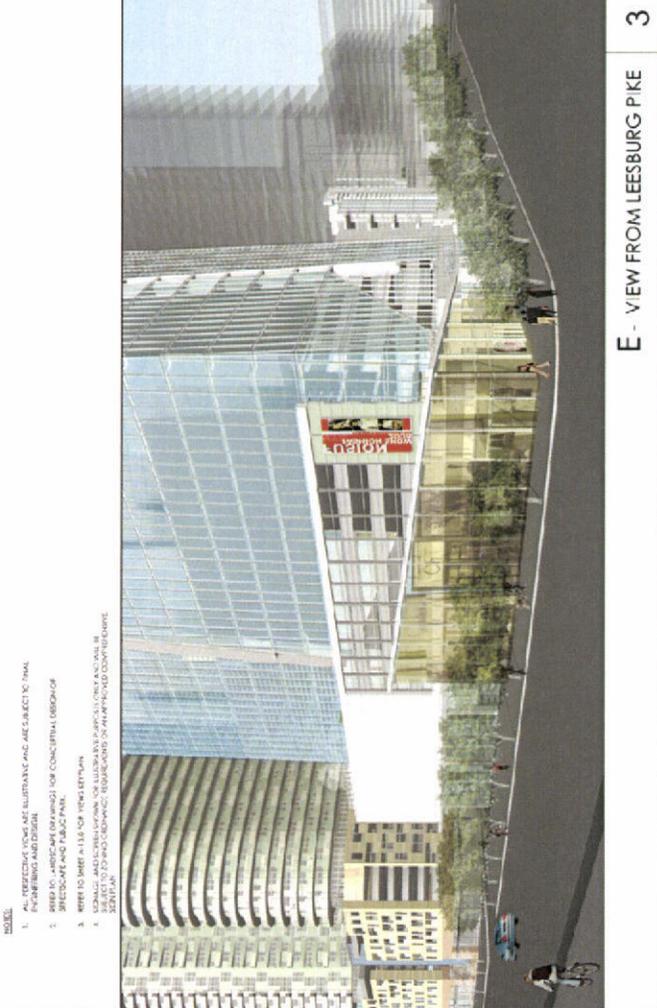


D - VIEW FROM BROAD STREET

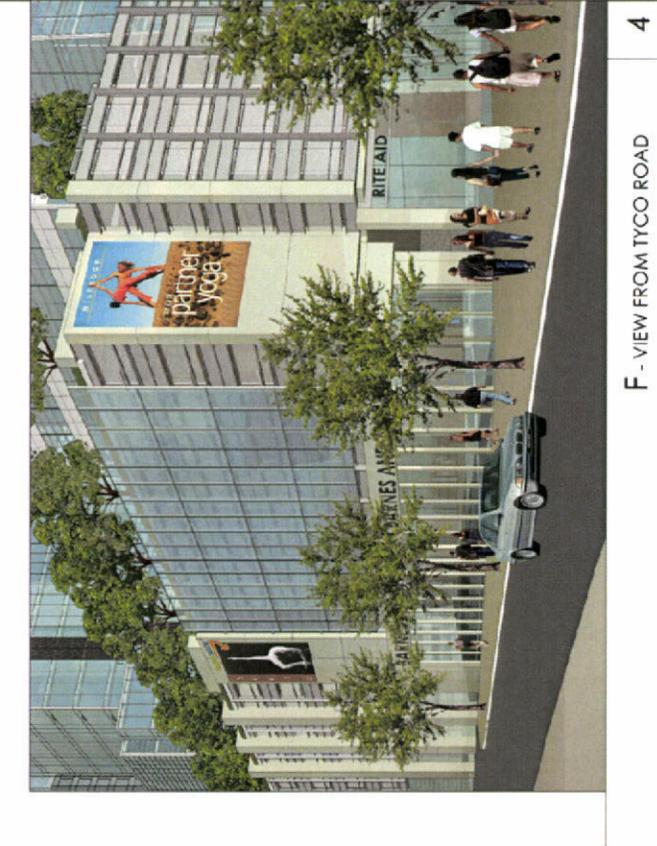
E - VIEW FROM LEESBURG PIKE



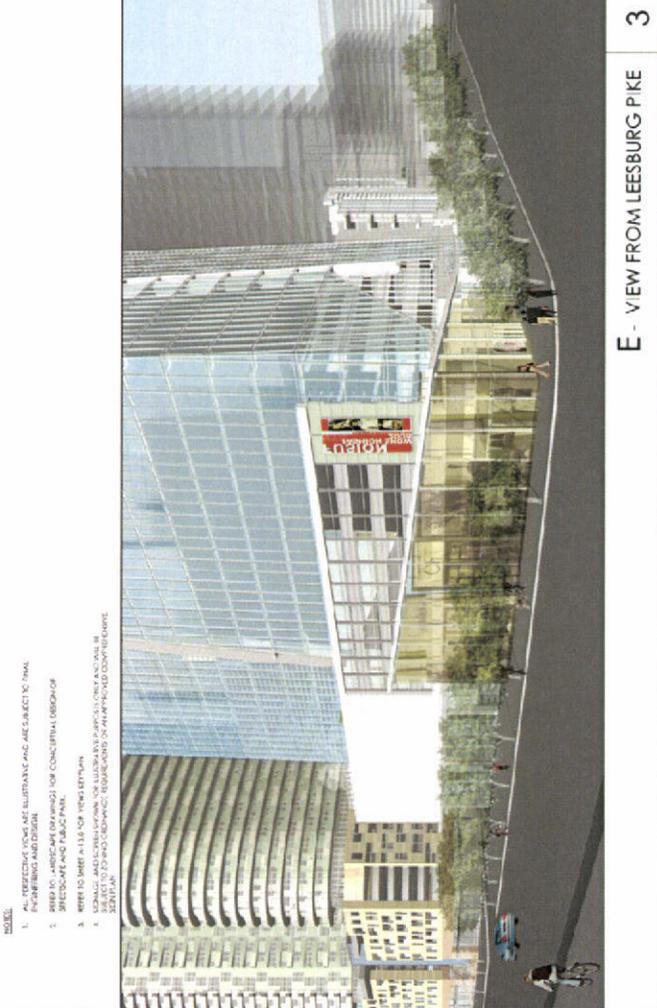
F - VIEW FROM TYCO ROAD



E - VIEW FROM LEESBURG PIKE



F - VIEW FROM TYCO ROAD



E - VIEW FROM LEESBURG PIKE

NOTES:

1. ALL PERSPECTIVES, PLANS AND ELEVATIONS ARE SUBJECT TO FINAL ENGINEERING AND DESIGN.
2. SHEET IS INTENDED FOR CONCEPTUAL DESIGN ONLY.
3. REFER TO SHEET A-15.0 FOR DEVELOPMENT.
4. SUBJECT TO ALL APPLICABLE REGULATIONS AND APPROVED DEVELOPMENT.

NOTES:

1. ALL PERSPECTIVES, PLANS AND ELEVATIONS ARE SUBJECT TO FINAL ENGINEERING AND DESIGN.
2. SHEET IS INTENDED FOR CONCEPTUAL DESIGN ONLY.
3. REFER TO SHEET A-15.0 FOR DEVELOPMENT.
4. SUBJECT TO ALL APPLICABLE REGULATIONS AND APPROVED DEVELOPMENT.

NOTES:

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NOTES:

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NOTES

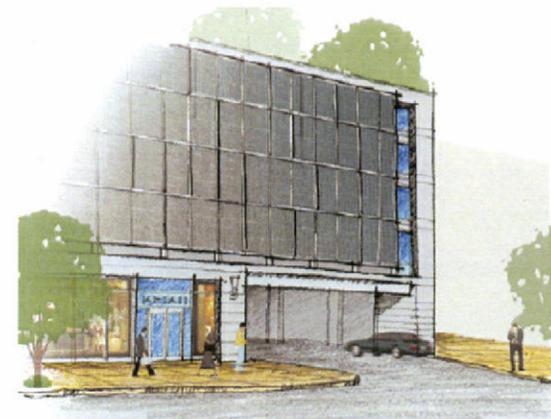
1. ALL PERSPECTIVE VIEWS ARE ILLUSTRATIVE AND ARE SUBJECT TO FINAL ENGINEERING AND DESIGN.
2. REFER TO LANDSCAPE DRAWINGS FOR CONCEPTS, DESIGN OF STREETScape AND PUBLIC PARKS.
3. REFER TO SHEET A-17.0 FOR VIEWS REFLECTED.



G - BUILDING D1 - VIEW FROM LEESBURG PIKE

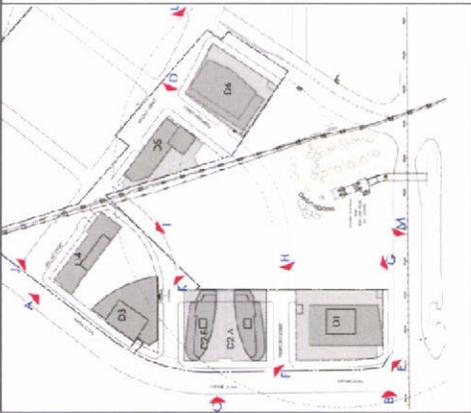


Ultimate parking garage and loading access to Building C1 (Chermer's) and D1, with service alley at Building D1



Example of how interim parking and loading access to future buildings on Pierpoint Street east of D1 and D2-A can be reconfigured with retail with Ultimate garage loading off service alley constructed with D1 and D2-A.

H - BUILDING D1 - VIEW FROM PIERPOINT STREET

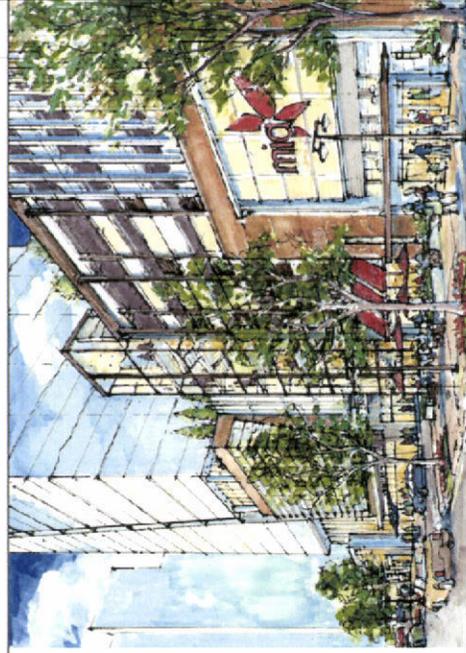


KEY PLAN

- NOTES:**
1. ALL EXISTING UTILITIES ARE INDICATED AND ARE SUBJECT TO A FINAL ENGINEERING AND DESIGN.
 2. REFER TO LANDSCAPE DRAWINGS FOR CONCRETING, CURBS, CURB RETRACTIONS AND PUBLIC WORKS.
 3. REFER TO SHEET A-13 FOR UTILITY UTILITY PLAN.



1 L - VIEW OF D6 AT SPRING HILL ROAD AND GREENSBORO DRIVE



2 M - EXAMPLE OF SKY PARK ENTRANCE

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APPENDIX
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APPENDIX A
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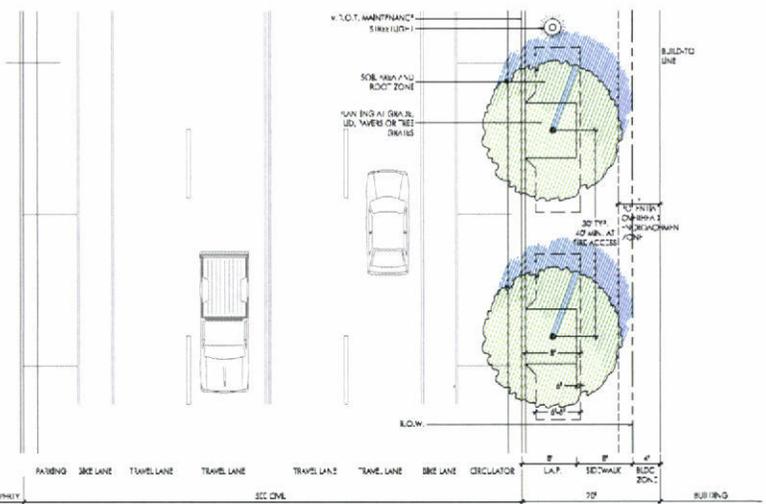
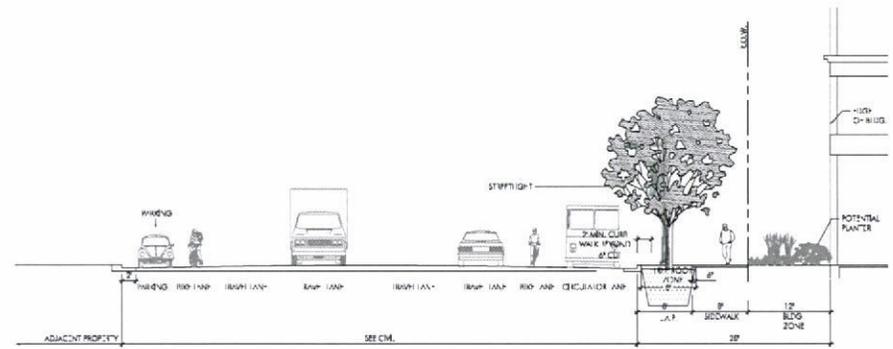
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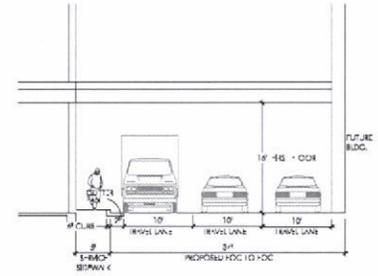
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APPENDIX I
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01 TYCO ROAD
SCALE: 1/8"=1'-0"



ALLEY SECTION



TYCO ROAD STREETSCAPE CONCEPTS

THE STREETSCAPE SHOWN IS CONCEPTUAL AND MAY BE MODIFIED SUBJECT TO FINAL DEVELOPMENT PLAN APPROVAL



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CIP	11.30.01
CIP (RESUBMISSION)	07.18.18
CIP (RESUBMISSION)	02.15.18



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STREET SECTIONS

Spring Hill Station - Total Park Space Provided

No. Neighborhood 1	
Public Urban Parks	34,800 sq. ft.
Public Sky Parks	42,300 sq. ft.
Total	77,100
	2.23 Acres
No. Neighborhood 2	
Public Urban Parks	39,800 sq. ft.
Total	39,800
	0.91 Acres
No. Neighborhood 3	
Public Urban Parks	21,800 sq. ft.
Total	21,800
	0.63 Acres
Total Public Parks	137 Acres
Off-Site	
Public Urban Park	2.81 Acres
Total Public Park	5.88 Acres
In Addition, Spring Hill Station is providing Private Sky Parks	
Neighborhood 1	0.98 Acres
Neighborhood 2	0.43 Acres
Neighborhood 3	1.11 Acres
Total Private Sky Parks	2.52 Acres

*Additional Private Park space may be provided with future FDP sets.
 Note: Sky Parks do not rise parks above street level, built on structure. All other parks are at grade.
 85% of Public Parks provided at Street Level



OVERALL PARKS PLAN
NEIGHBORHOOD 1 PART D
 2.23 ACRES PUBLIC PARK SPACE PROVIDED

THE OVERALL PLAN SHOWN IS CONCEPTUAL AND MAY BE MODIFIED SUBJECT TO FINAL DEVELOPMENT PLAN APPROVAL

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COP (REVISED)	10.16.11
COP (REVISED)	11.08.11
COP (REVISED)	12.17.11
COP (REVISED)	01.08.12

Scale: 1"=100'

Sheet: 1-7

NEIGHBORHOODS 1, 2 & 3 LANDSCAPE PLAN



TREE SYMBOL LEGEND

- CATEGORY IV
DECIDUOUS TREES
- CATEGORY III
DECIDUOUS TREES
- CATEGORY II
DECIDUOUS TREES
- CATEGORY I
EVERGREEN TREES

CONCEPTUAL PLANT SCHEDULE NEIGHBORHOOD 1

No.	Qty	Botanical Name	Common Name	Plant Size	Plant Spacing	Block Size	Plant Spacing	Plant Spacing	Plant Spacing	Plant Spacing
1	10	Quercus alba	White Oak	12" x 12"	10' x 10'	100	100	100	100	100
2	5	Prunella serotina	Blackberry	12" x 12"	10' x 10'	50	50	50	50	50
3	15	Thuja occidentalis	Eastern White Cedar	12" x 12"	10' x 10'	150	150	150	150	150
4	20	Juniperus horizontalis	Creeping Juniper	12" x 12"	10' x 10'	200	200	200	200	200
5	10	Thuja occidentalis	Eastern White Cedar	12" x 12"	10' x 10'	100	100	100	100	100
6	5	Prunella serotina	Blackberry	12" x 12"	10' x 10'	50	50	50	50	50
7	10	Quercus alba	White Oak	12" x 12"	10' x 10'	100	100	100	100	100
8	5	Prunella serotina	Blackberry	12" x 12"	10' x 10'	50	50	50	50	50
9	10	Quercus alba	White Oak	12" x 12"	10' x 10'	100	100	100	100	100
10	5	Prunella serotina	Blackberry	12" x 12"	10' x 10'	50	50	50	50	50
11	10	Quercus alba	White Oak	12" x 12"	10' x 10'	100	100	100	100	100
12	5	Prunella serotina	Blackberry	12" x 12"	10' x 10'	50	50	50	50	50
13	10	Quercus alba	White Oak	12" x 12"	10' x 10'	100	100	100	100	100
14	5	Prunella serotina	Blackberry	12" x 12"	10' x 10'	50	50	50	50	50
15	10	Quercus alba	White Oak	12" x 12"	10' x 10'	100	100	100	100	100
16	5	Prunella serotina	Blackberry	12" x 12"	10' x 10'	50	50	50	50	50
17	10	Quercus alba	White Oak	12" x 12"	10' x 10'	100	100	100	100	100
18	5	Prunella serotina	Blackberry	12" x 12"	10' x 10'	50	50	50	50	50
19	10	Quercus alba	White Oak	12" x 12"	10' x 10'	100	100	100	100	100
20	5	Prunella serotina	Blackberry	12" x 12"	10' x 10'	50	50	50	50	50

CONCEPTUAL PLANT SCHEDULE NEIGHBORHOOD 2

No.	Qty	Botanical Name	Common Name	Plant Size	Plant Spacing	Block Size	Plant Spacing	Plant Spacing	Plant Spacing	Plant Spacing
1	10	Quercus alba	White Oak	12" x 12"	10' x 10'	100	100	100	100	100
2	5	Prunella serotina	Blackberry	12" x 12"	10' x 10'	50	50	50	50	50
3	15	Thuja occidentalis	Eastern White Cedar	12" x 12"	10' x 10'	150	150	150	150	150
4	20	Juniperus horizontalis	Creeping Juniper	12" x 12"	10' x 10'	200	200	200	200	200
5	10	Thuja occidentalis	Eastern White Cedar	12" x 12"	10' x 10'	100	100	100	100	100
6	5	Prunella serotina	Blackberry	12" x 12"	10' x 10'	50	50	50	50	50
7	10	Quercus alba	White Oak	12" x 12"	10' x 10'	100	100	100	100	100
8	5	Prunella serotina	Blackberry	12" x 12"	10' x 10'	50	50	50	50	50
9	10	Quercus alba	White Oak	12" x 12"	10' x 10'	100	100	100	100	100
10	5	Prunella serotina	Blackberry	12" x 12"	10' x 10'	50	50	50	50	50
11	10	Quercus alba	White Oak	12" x 12"	10' x 10'	100	100	100	100	100
12	5	Prunella serotina	Blackberry	12" x 12"	10' x 10'	50	50	50	50	50
13	10	Quercus alba	White Oak	12" x 12"	10' x 10'	100	100	100	100	100
14	5	Prunella serotina	Blackberry	12" x 12"	10' x 10'	50	50	50	50	50
15	10	Quercus alba	White Oak	12" x 12"	10' x 10'	100	100	100	100	100
16	5	Prunella serotina	Blackberry	12" x 12"	10' x 10'	50	50	50	50	50
17	10	Quercus alba	White Oak	12" x 12"	10' x 10'	100	100	100	100	100
18	5	Prunella serotina	Blackberry	12" x 12"	10' x 10'	50	50	50	50	50
19	10	Quercus alba	White Oak	12" x 12"	10' x 10'	100	100	100	100	100
20	5	Prunella serotina	Blackberry	12" x 12"	10' x 10'	50	50	50	50	50

CONCEPTUAL PLANT SCHEDULE NEIGHBORHOOD 3

No.	Qty	Botanical Name	Common Name	Plant Size	Plant Spacing	Block Size	Plant Spacing	Plant Spacing	Plant Spacing	Plant Spacing
1	10	Quercus alba	White Oak	12" x 12"	10' x 10'	100	100	100	100	100
2	5	Prunella serotina	Blackberry	12" x 12"	10' x 10'	50	50	50	50	50
3	15	Thuja occidentalis	Eastern White Cedar	12" x 12"	10' x 10'	150	150	150	150	150
4	20	Juniperus horizontalis	Creeping Juniper	12" x 12"	10' x 10'	200	200	200	200	200
5	10	Thuja occidentalis	Eastern White Cedar	12" x 12"	10' x 10'	100	100	100	100	100
6	5	Prunella serotina	Blackberry	12" x 12"	10' x 10'	50	50	50	50	50
7	10	Quercus alba	White Oak	12" x 12"	10' x 10'	100	100	100	100	100
8	5	Prunella serotina	Blackberry	12" x 12"	10' x 10'	50	50	50	50	50
9	10	Quercus alba	White Oak	12" x 12"	10' x 10'	100	100	100	100	100
10	5	Prunella serotina	Blackberry	12" x 12"	10' x 10'	50	50	50	50	50
11	10	Quercus alba	White Oak	12" x 12"	10' x 10'	100	100	100	100	100
12	5	Prunella serotina	Blackberry	12" x 12"	10' x 10'	50	50	50	50	50
13	10	Quercus alba	White Oak	12" x 12"	10' x 10'	100	100	100	100	100
14	5	Prunella serotina	Blackberry	12" x 12"	10' x 10'	50	50	50	50	50
15	10	Quercus alba	White Oak	12" x 12"	10' x 10'	100	100	100	100	100
16	5	Prunella serotina	Blackberry	12" x 12"	10' x 10'	50	50	50	50	50
17	10	Quercus alba	White Oak	12" x 12"	10' x 10'	100	100	100	100	100
18	5	Prunella serotina	Blackberry	12" x 12"	10' x 10'	50	50	50	50	50
19	10	Quercus alba	White Oak	12" x 12"	10' x 10'	100	100	100	100	100
20	5	Prunella serotina	Blackberry	12" x 12"	10' x 10'	50	50	50	50	50

NOTE: THE PLANT SCHEDULES SHOWN HERE ARE FOR INFORMATIONAL PURPOSES ONLY.



THE PLAN SHOWN IS CONCEPTUAL



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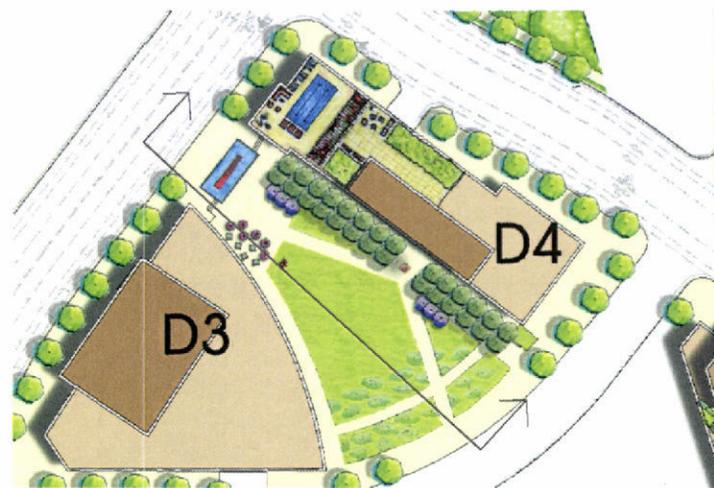
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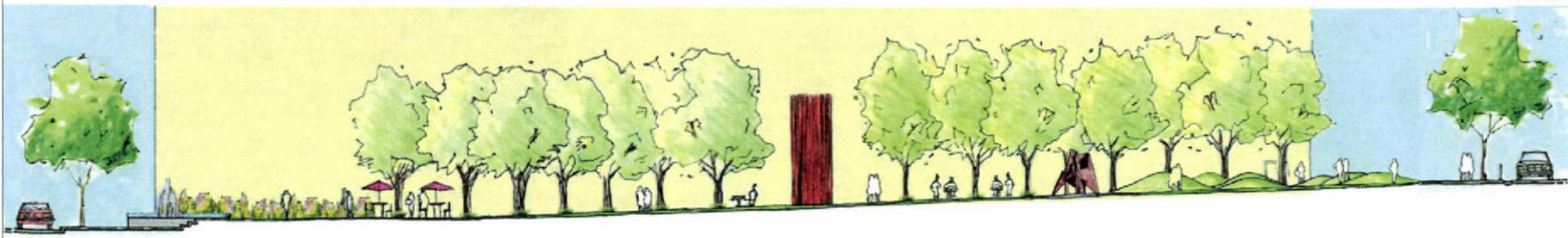
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OVERALL LANDSCAPE PLAN
 Sheet 11/18 **L-8**



(1) PUBLIC URBAN PARK NORTH



PARTIAL PLAN OF NEIGHBORHOOD I



THE SECTION AND IMAGERY SHOWN IS CONCEPTUAL AND MAY BE MODIFIED SUBJECT TO FINAL DEVELOPMENT PLAN APPROVAL

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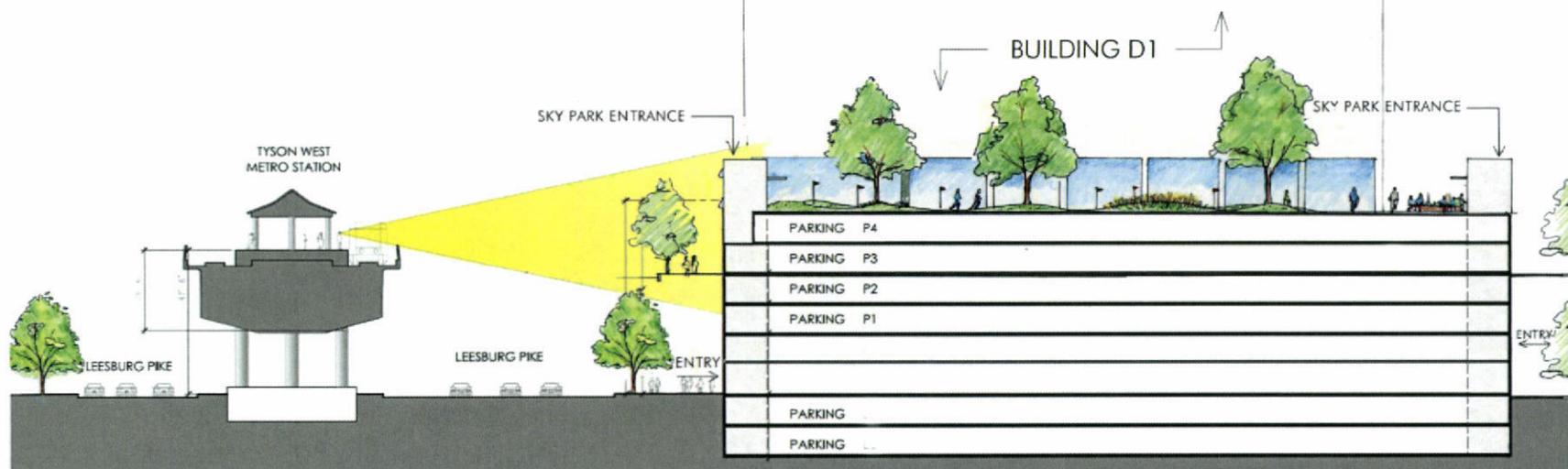
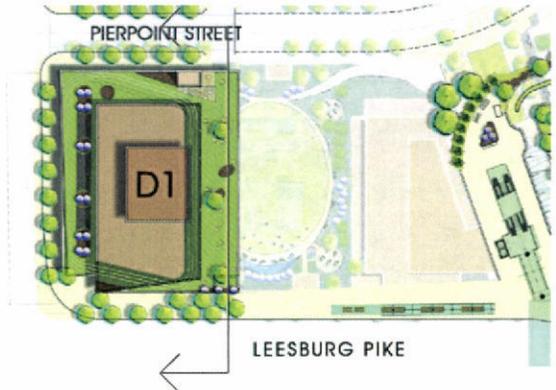
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CDP (REV. 04.2010)	05.09.11
CDP (REV. 04.2010)	01.08.11
CDP (REV. 04.2010)	07.17.10
CDP (REV. 04.2010)	07.08.10

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URBAN PARK SECTION

Scale
 1" = 10'

(4) WEST SKY PARK SECTION

PARTIAL PLAN OF NEIGHBORHOOD I



THE SECTION AND IMAGERY SHOWN IS CONCEPTUAL AND MAY BE MODIFIED SUBJECT TO FINAL DEVELOPMENT PLAN APPROVAL

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CDP (REVISED)	07-13-11
CDP (REVISED)	10-28-11
CDP (REVISED)	11-28-11
CDP (REVISED)	02-13-12
CDP (REVISED)	04-24-12

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Scale **L-12**

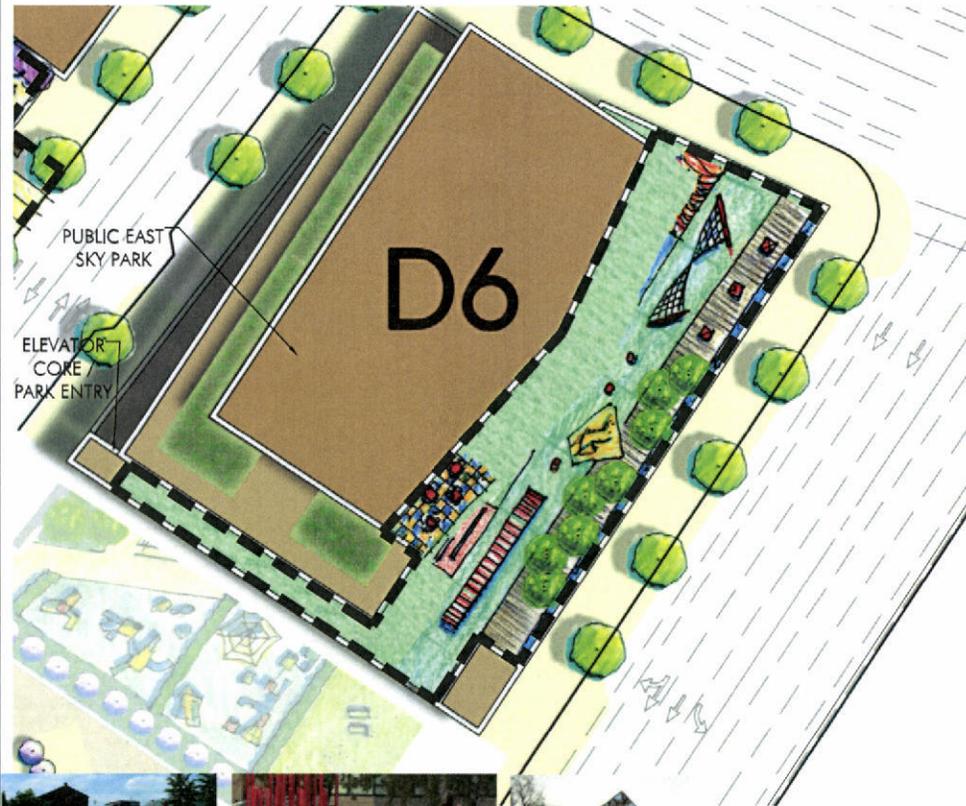


TABLES AND CHAIRS



COMFORTABLE SEATING

ACCESS TO PUBLIC SKYPARKS DIRECTLY FROM THE ADJACENT BUILDINGS SHALL BE CONSIDERED AT THE TIME OF FDP



(5) PUBLIC EAST SKY PARK ELEMENTS

NEIGHBORHOOD 1



ADVENTURE PLAYGROUND

THE PLAN AND IMAGERY SHOWN IS CONCEPTUAL AND MAY BE MODIFIED SUBJECT TO FINAL DEVELOPMENT PLAN APPROVAL



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Spring Hill Station
Part D
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FAIRFAX COUNTY,
VIRGINIA



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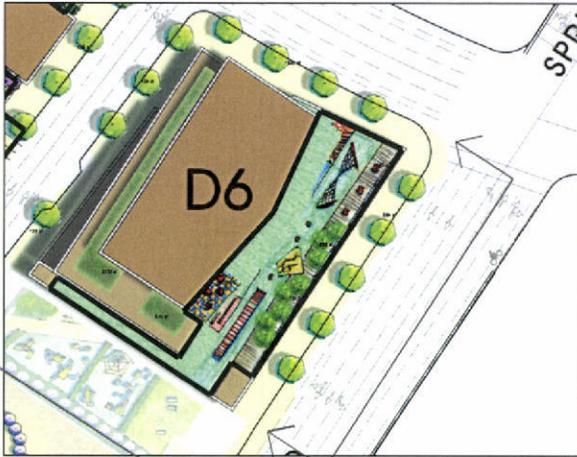
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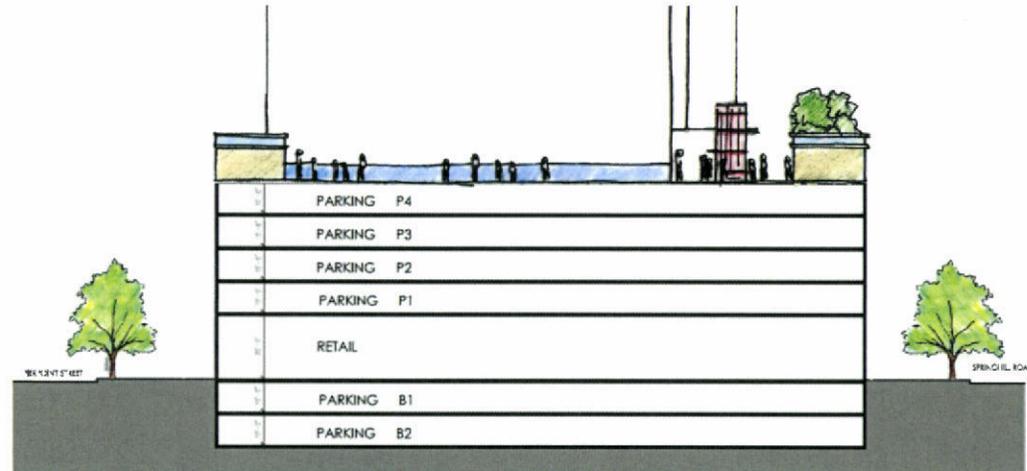
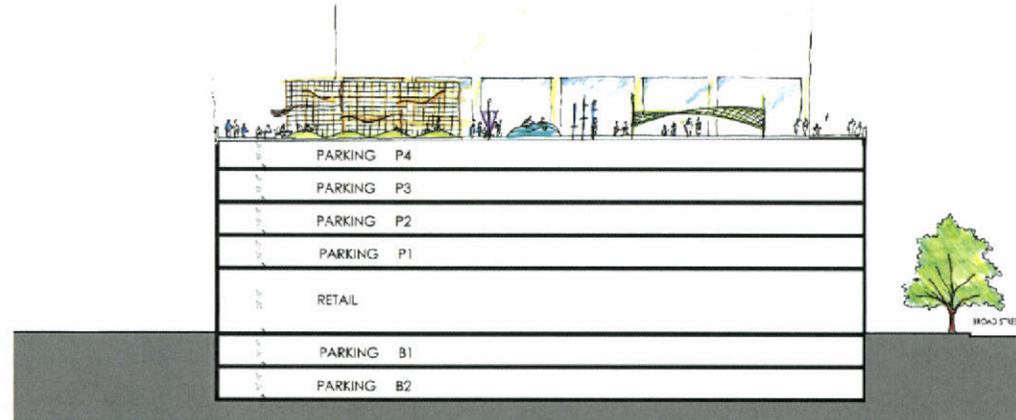
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PARK PLAN

Sheet
1 of 12
L-13

PARTIAL PLAN OF NEIGHBORHOOD I



(5) PUBLIC EAST SKY PARK SECTION



THE SECTION AND IMAGERY SHOWN IS CONCEPTUAL AND MAY BE MODIFIED SUBJECT TO FINAL DEVELOPMENT PLAN APPROVAL



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**Spring Hill Station
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CDP	11.20.17
CDP (RES. SUBREVISION)	07.03.18
CDP (RES. SUBREVISION)	10.15.18
CDP (RES. SUBREVISION)	11.28.18
CDP (RES. SUBREVISION)	01.11.19
CDP (RES. SUBREVISION)	07.28.19

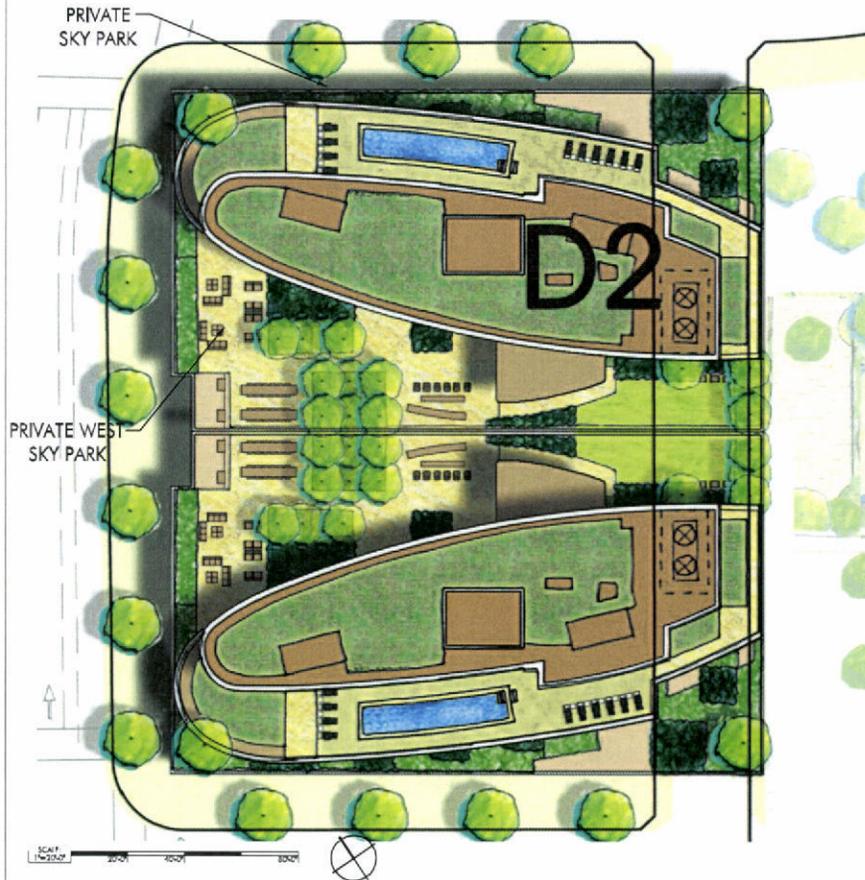


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ROOF SECTION



PRIVATE WEST SKY PARK ELEMENTS

NEIGHBORHOOD ONE



...DOSE TABLES AND CHAIRS IN GARDEN

THE PLAN AND IMAGERY SHOWN IS CONCEPTUAL AND MAY BE MODIFIED SUBJECT TO FINAL DEVELOPMENT PLAN APPROVAL



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CIP 08/18/11 11.06.11
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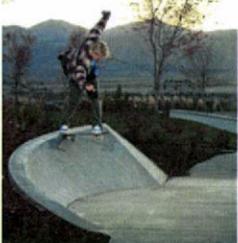
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PARK PLAN

Sheet
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L-15

(2) PUBLIC URBAN PARK ELEMENTS
NEIGHBORHOOD 1



SKATEABLE PARK ART



SKATEABLE PARK ART



OR ALTERNATE DOG PARK



(2) PUBLIC URBAN PARK



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CIP	11.30.11
CIP (REBAMBERG)	07.16.12
CIP (REBAMBERG)	03.14.13
CIP (REBAMBERG)	11.14.13
CIP (REBAMBERG)	01.28.14



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PARK PLAN

Sheet
1 of 6
L-16

THE PLAN AND IMAGERY
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AND MAY BE MODIFIED
SUBJECT TO FINAL
DEVELOPMENT PLAN
APPROVAL

PRIVATE EAST SKY PARK ELEMENTS

NEIGHBORHOOD 1



GARDEN EDGE TREATMENT



POOL



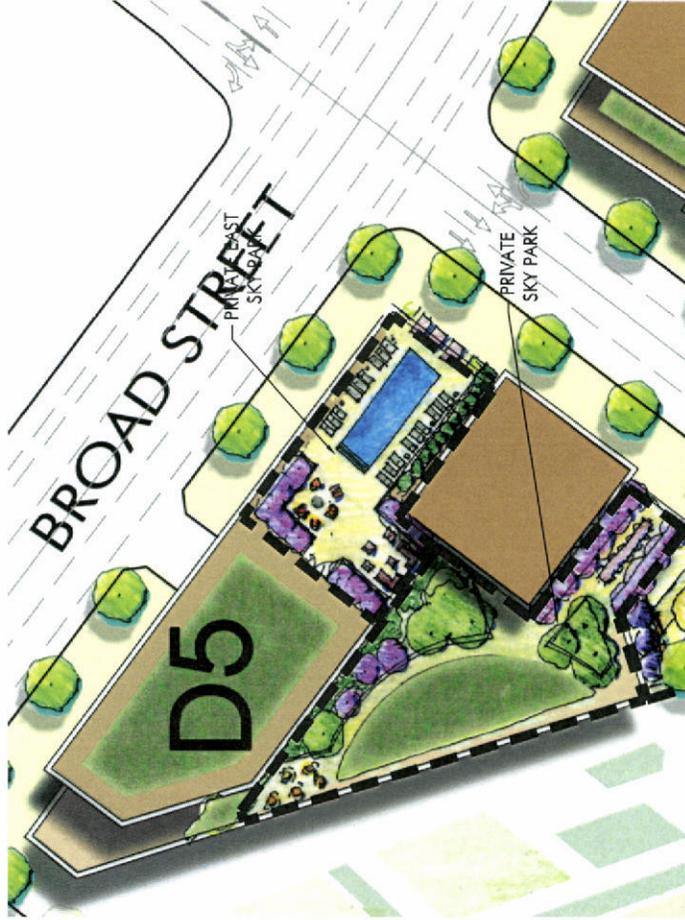
POOL



GARDEN EDGE TREATMENT



SEATING



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 VIRGINIA

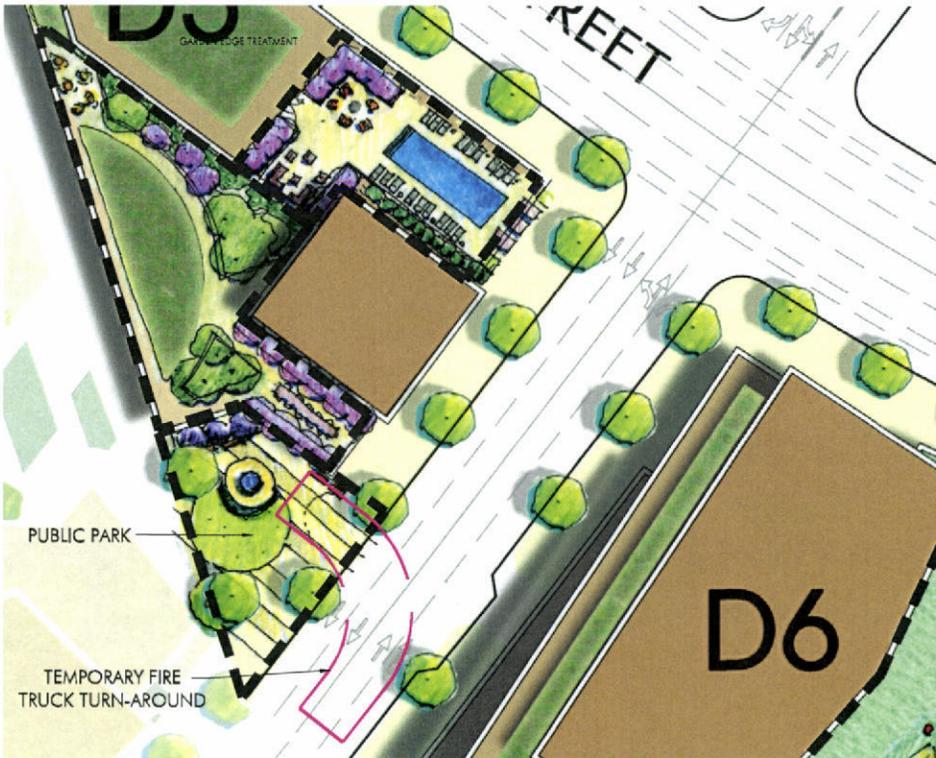
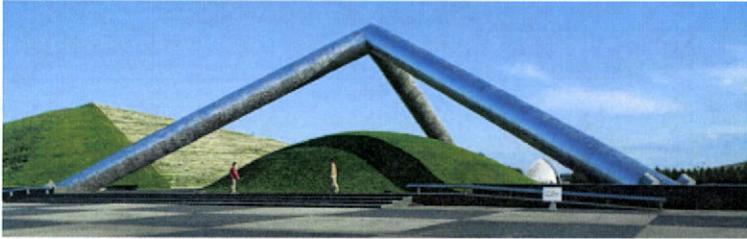


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THE PLAN AND IMAGERY SHOWN
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PUBLIC PARK ELEMENTS

NEIGHBORHOOD 1



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CIP (ASB/US/SH/CH)	11.30.11
CIP (ASB/US/SH/CH)	07.03.11
CIP (ASB/US/SH/CH)	05.07.11
CIP (ASB/US/SH/CH)	01.08.11
CIP (ASB/US/SH/CH)	01.11.10
CIP (ASB/US/SH/CH)	01.08.11



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PARK PLAN

THE PLAN AND IMAGERY SHOWN
IS CONCEPTUAL AND MAY BE
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DEVELOPMENT PLAN APPROVAL

Scale
1" = 50'
L-18



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06.15.30	
07.15.30	
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10.15.30	
11.15.30	
12.15.30	

Spring Hill Station
Part D
 PROVIDENCE DISTRICT,
 FARMINGTON,
 VIRGINIA



The Chesapeake Group
 8022 Dominion Dr, 700
 Manassas, VA 20108

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PEDESTRIAN HIERARCHY PLAN

PEDESTRIAN & BICYCLE CIRCULATION

FOR SPECIFIC PEDESTRIAN AND BICYCLE FACILITIES, SEE PROFFERS



KEY:

	PUBLIC ELEVATOR
	PUBLIC SIDEWALK - 6' W. MIN.
	PUBLIC ALLEY SIDEWALK - 5' W. MIN.
	5' DEDICATED BIKE LANE
	PUBLIC SIDEWALK - 10' W. MIN.
	PUBLIC STAIRWAY
	PUBLIC SIDEWALK - 8' W. MIN.
	EXISTING SIDEWALK
	OFF-SITE SIDEWALK SEE PROFFERS FOR R2 2010-PR-014-B



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**Spring Hill Station
Part D**
PROVIDENCE DISTRICT
TYCO ROAD, VA
VIRGINIA



DCP	01.20.11
DCP (REVISED)	07.13.13
DCP (REVISED)	10.19.13
DCP (REVISED)	11.18.13
DCP (REVISED)	01.11.14
DCP (REVISED)	01.08.14

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PEDESTRIAN & BICYCLE CIRCULATION

Sheet
11/09

L-20

THE PLAN SHOWN IS CONCEPTUAL AND MAY BE MODIFIED SUBJECT TO FINAL DEVELOPMENT PLAN APPROVAL

REZONING KEY MAP

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PROJECT INFORMATION
 Project Name: REZONING KEY MAP
 Project No.: 2010-014
 Date: 10/15/10

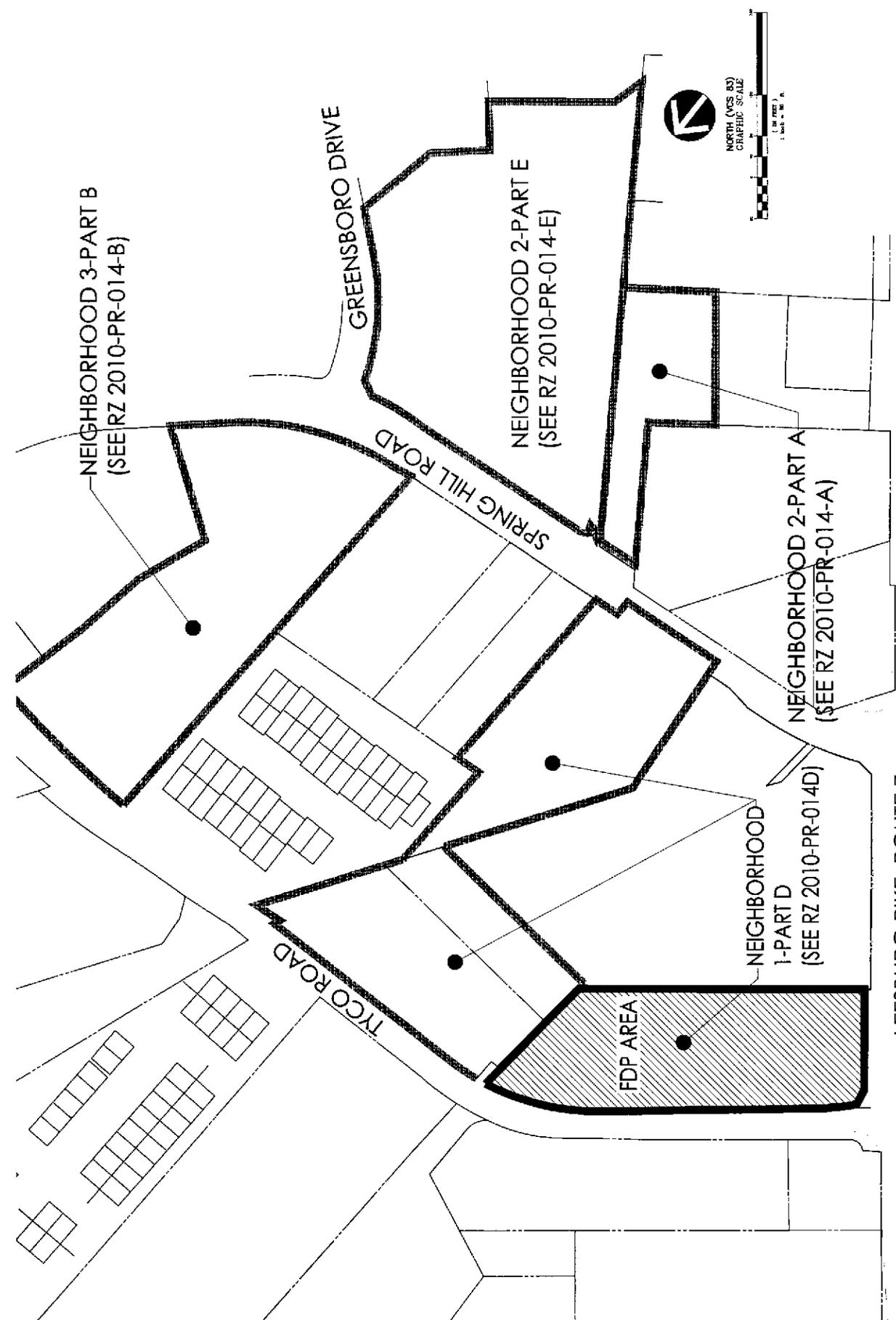
DATE: 10/15/10

SCALE: 1" = 100'

PROJECT LOCATION
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PROJECT DESCRIPTION
 REZONING KEY MAP

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FDP GENERAL NOTES:

- THE SUBJECT PROPERTY SHOWN HEREON IS IDENTIFIED ON THE MAP AS PARCELS 544 AND IS PROPOSED FOR APPROVAL CONCURRENT WITH REZONING.
- THE HORIZONTAL DATUM SHOWN HEREON IS TIED TO THE VIRGINIA COORDINATE SYSTEM (1984 NORTH ZONE) AND IS BASED ON A FIELD RUN SURVEY USING ACCEPTED GPS SURVEYING METHODS AND PRACTICES AND PERFORMED BY VIA, INC.
- SEE SHEET C-4 FOR OWNERSHIP INFORMATION.
- THE TOPOGRAPHY SHOWN HEREON IS BASED ON AN AERIAL TOPOGRAPHIC SURVEY AND THE CONTIGUOUS INTERVAL IS TWO (2) FEET. THIS INFORMATION HAS BEEN FIELD VERIFIED BY VIA, INC.
- THE BOUNDARY INFORMATION WAS PREPARED FROM A FIELD SURVEY BY VIA.
- PUBLIC WATER AND SANITARY SEWER ARE AVAILABLE AND WILL BE EXTENDED AS NEEDED TO SERVE THE DEVELOPMENT.
- STORM WATER MANAGEMENT FACILITIES WILL BE CONSTRUCTED ON THE SITE IN A PRIVATELY OWNED AND MAINTAINED BELOW GROUND SYSTEM. THE SYSTEM WILL EITHER BE IN A CONCRETE BOX CULVERT OR IN VAULTS WITHIN APFAPPING STRUCTURES AS GENERALLY SHOWN ON THESE PLANS. THE SYSTEM SHALL BE MAINTAINED ACCORDING TO THE APPLICABLE ORDINANCES AND PRACTICES OF FAIRFAX COUNTY UNLESS WAIVED OR MODIFIED BY THE DIRECTOR OF OPWAAS. ADEQUATE STORM DRAINAGE QUALITY SYSTEMS WILL BE IN A COMBINATION OF UNDERGROUND STORM FILTERS AND SHALL BE IN ACCORDANCE WITH THE PUBLIC FACILITIES MANUAL DESIGN CRITERIA. STORM WATER COMPUTATIONS WILL BE BASED ON REDEVELOPMENT REQUIREMENTS AS APPROVED BY OPWAAS AT THE TIME OF SITE PLAN SUBMISSION AND ASSOCIATED STORMWATER MANAGEMENT PROGRAMS.
- TO THE BEST OF OUR KNOWLEDGE, NO GRAVE SITES OR STRUCTURES MARKING BURIAL SITES ARE PRESENT ON THE SUBJECT PROPERTY.
- TO THE BEST OF OUR KNOWLEDGE, NO HAZARDOUS OR TOXIC SUBSTANCES ARE KNOWN TO EXIST ON THE SUBJECT PROPERTY, AND FURTHER, TO THE BEST OF OUR KNOWLEDGE, THE USES PRESENTED HEREON WILL NOT SIGNIFICANTLY STORE, TREAT AND/OR DISPOSE OF ANY HAZARDOUS OR TOXIC SUBSTANCES AS SET FORTH IN TITLE 45 CODE OF FEDERAL REGULATIONS PARTS 119.4, 302.4 AND 304, ANY HAZARDOUS WASTE AS SET FORTH IN COMBINATION WITH REGIONAL DEPARTMENT OF WASTE MANAGEMENT VIA 872.15 VIRGINIA HAZARDOUS WASTE MANAGEMENT REGULATIONS, AND/OR ANY PETROLEUM PRODUCTS AS DEFINED IN TITLE 40, CODE OF FEDERAL REGULATIONS, PART 200.
- THE SITE IS CURRENTLY IMPROVED WITH AN INDUSTRIAL BUILDING.
- NO PORTION OF THE SUBJECT PROPERTY IS LOCATED WITHIN A COUNTY DESIGNATED RPA ZONE. THERE IS NO FLOOD PLAIN MARKED ON THE SUBJECT PROPERTY.
- THERE ARE NO SCENIC ASSETS OR NATURAL FEATURES ON THE SITE WORTHY OF DELINEATION.
- THE LIMITS OF CLEARING AND GRADING SHOWN HEREON MAY BE ADJUSTED AT FINAL SITE PLAN.
- THE DEVELOPMENT CONFORMS TO THE PROVISIONS OF ALL APPLICABLE STANDARDS WITH THE EXCEPTION OF THOSE WAIVERS AND MODIFICATIONS NOTED ON THE CDP.
- THE SUBJECT PROPERTY IS IN FLOOD ZONE "X". AREAS DETERMINED TO BE IN FLOOD ZONE "X" ARE SHOWN ON FLOOD INSURANCE RATE MAP COMMUNITY PANEL 51602-010-D, DATED MARCH 5, 1998.

- LANDSCAPING AND TREE COVER REQUIREMENTS WILL BE PROVIDED IN ACCORDANCE WITH REQUIREMENTS OF ARTICLE 13 OF THE ZONING ORDINANCE, UNLESS MODIFIED OR WAIVED. LANDSCAPING MAY BE MODIFIED AT FINAL ENGINEERING AND DESIGN, BUT THE QUANTITIES, LEVEL OF QUALITY AND GENERAL CHARACTER SHALL BE IN SUBSTANTIAL CONFORMANCE WITH THAT SHOWN HEREON AND SET FORTH IN THE PROPOSED DEVELOPMENT PLAN. A DETAILED LANDSCAPING PLAN WILL BE SUBMITTED IN CONJUNCTION WITH THE SITE PLANS. THE PROPOSED LANDSCAPING WITHIN THE PUBLIC STREET FRONTAGE OF THIS SITE IS CONTRARY UPON VIRGINIA DEPARTMENT OF TRANSPORTATION (VDOT) APPROVAL.
- FOOTPRINTS REPRESENTED HEREON ARE APPROXIMATIONS AND MAY BE MODIFIED THE SIZE AND SHAPE OF THE BUILDINGS ARE PRELIMINARY AND MAY VARY AT FINAL ENGINEERING. PROVIDED EACH SHALL REMAIN IN SUBSTANTIAL CONFORMANCE WITH THE CDP AND FDP. THE LOCATION OF SEWERLINES, TRUNK AND UTILITIES ARE GRAPHICALLY SHOWN AND ARE PRELIMINARY IN NATURE. MODIFICATIONS MAY OCCUR WITH FINAL ENGINEERING AND DESIGN. SUBJECT TO OPWAAS VOT AND/OR FOOT APPROVAL, BUILDING HEIGHTS REPRESENTED IN THE TABULATION AND GRAPHICALLY ON THE SHEETS ARE TO BE CONSIDERED MAXIMUM HEIGHTS.
- RECREATIONAL AMENITIES PROVIDED FOR THE PROPOSED DEVELOPMENT INCLUDE, BUT ARE NOT LIMITED TO: PARKS, PLAZAS, LANDSCAPED DECKS, SWIMMING POOLS, COURTYARD GARDENS, OUTDOOR ENTERTAINMENT, WATER FEATURES, OUTSIDE EATING AREAS, AND PEDESTRIAN/BICYCLE CIRCULATION SYSTEM, INCLUDING SPECIALTY PAVINGS AND PEDESTRIAN CROSSWALKS, AND LANDSCAPING THROUGHOUT THE SITE, INCLUDING PERENNIAL BENS, LAWN, AND SEATING AREAS. ADDITIONAL SITE FEATURES AND SIMILAR FEATURES SUCH AS PLAZA DEVELOPMENT, CAZEBOS, FENCING, BALCONIES, RETAINING WALLS, CORNICES, TRELLISES, ENTRANCE SIGN LIGHTS, WALLS, HOOKER/ROOF-TOP PLANTING AREAS NOT REPRESENTED HEREON MAY BE PROVIDED.
- THE PROPOSED DEVELOPMENT ON THE SUBJECT PROPERTY WILL NOT POSE ANY ADVERSE EFFECT ON ADJACENT OR NEIGHBORING PROPERTIES.
- THE PROJECT WILL MEET THE PARKING REQUIREMENTS AS SET FORTH IN ARTICLE 8-096 OF THE ZONING ORDINANCE, AS DETERMINED BY THE ZONING ADMINISTRATOR AND SHALL BE PROVIDED VIA COMBINATION OF ABOVE GRADING PARKING SPACES, BELOW GRADE PARKING STRUCTURES, AND ON-STREET SPACES TO THE EXTENT AUTHORIZED. THE NUMBER OF PARKING SPACES PROVIDED HEREON MAY BE ADJUSTED AT SITE PLAN BASED ON THE FINAL DEVELOPMENT PROGRAM BY PROFFERS. THE APPLICANT RESERVES THE RIGHT TO PROVIDE COMMERCIAL PAID PARKING IN SURFACE PARKING LOTS OR INTERMEDIATE.
- SEWAGE WILL BE PROVIDED IN ACCORDANCE WITH THE PROVISIONS OF ARTICLE 12 OF THE ZONING ORDINANCE, OR SUBJECT TO AN APPROVED COMPREHENSIVE SITE PLAN, AS MAY BE APPROVED BY THE PLANNING COMMISSION.
- TRANSITIONAL SCREENING WITHIN THE TYSONS URBAN CENTER IS NOT REQUIRED AS SET FORTH IN Z.O. SEC. 8-510-4-C.
- PARKING LOT LANDSCAPING AND TREE COVER REQUIREMENTS WILL BE PROVIDED IN ACCORDANCE WITH ZONING ORDINANCE ARTICLE 13 UNLESS WAIVED BY THE DIRECTOR OF OPWAAS.
- APPLICANT RESERVES THE RIGHT TO DETERMINE FINAL NUMBER OF UNITS WITHIN THE RANGE SHOWN THE GFA OF THE BUILDING, AND THE FINAL MIX OF USES WITH A FINAL SITE PLAN. BUILDING FOOTPRINT(S) AND ASSOCIATED PARKING MAY BE MODIFIED ACCORDINGLY.
- MINOR MODIFICATIONS MAY BE MADE TO THE SITE PLAN PER SECTION 18-204 OF THE ZONING ORDINANCE.
- THE SUBJECT PROPERTY MAY BE SUBJECT TO SUBDIVISION FOR THE PURPOSE OF SALE, JOINT VENTURE OR PHASING, AND THE PROPOSED BUILDING/USE SHOWN ON CDP MAY BE MODIFIED ADMISSIBLY BY THE DIRECTOR OF OPWAAS WITHOUT REQUIRING MODIFICATION OF THE CDP OR PRELIMINARY PLAN. THE PROJECT MAY BE PHASED AND SUBDIVIDED BETWEEN DIFFERENT OWNERSHIP GROUPS.
- THE APPLICANT RESERVES THE RIGHT TO PROVIDE ADDITIONAL LOADING SPACES IN EXCESS OF THAT SHOWN HEREON.
- APPLICANT RESERVES THE RIGHT TO LOCATE A TEMPORARY MATERIAL TRAILER(S) ON THE SUBJECT PROPERTY DURING THE CONSTRUCTION AND SALES PERIOD IN ACCORDANCE WITH SECTION 8-006 OF FAIRFAX COUNTY ORDINANCE.
- THE SUBJECT PROPERTY MAY BE DEVELOPED WITH USES PERMITTED IN THE PTC ZONING DISTRICTS AS SET FORTH IN THE PROFFERS. SPECIAL EXCEPTION AND SPECIAL PERMIT USES ALLOWED IN PTC DISTRICT SHALL BE PERMITTED AS APPROVED.
- IT IS CURRENTLY ANTICIPATED THAT PHASED CONSTRUCTION OF THE PROPOSED DEVELOPMENT WILL COMMENCE AS SOON AS ALL NECESSARY COUNTY APPROVALS AND PERMITS ARE OBTAINED. THE EXACT SCHEDULE IS NOT KNOWN AT THIS TIME. BUILDOUT WILL PROCEED IN ACCORDANCE WITH MARKET CONDITIONS SUBJECT TO LIMITATIONS CONTAINED IN THE PROFFERS. WITH EACH PHASE OF BUILDOUT, INFRASTRUCTURE, ADMITTANCE AND DWELLING UNITS MAY PROCEED BEFORE COMPLETION OF ACTIVITY WITHIN OTHER PHASES, SO LONG AS CONSTRUCTION IS IN ACCORDANCE WITH THE PROFFERS.
- THE SUBJECT PROPERTY IS WITHIN A TDD DISTRICT. SEE SHEET C-6 FOR DELINEATIONS FROM THE METRO STATION ENTRANCE.
- THERE ARE NO EXISTING MAJOR UTILITY EASEMENTS ON THE SITE WHICH WERE CREATED AFTER THE EFFECTIVE DATE OF THE ZONING ORDINANCE PER SECTION 2-008.
- EXISTING ENTRANCES TO EXISTING AND USES SHALL BE PERMITTED TO REMAIN UNTIL SUCH TIME AS THOSE PROPERTIES REDEVELOP.

DEVELOPMENT TABULATION

Building	Maximum Building Height (Podium Height)	Floors ⁽¹⁾	Use ⁽²⁾	GFA by Use	Building GFA ⁽³⁾	Total Dwelling Units	WDUs ⁽⁵⁾	Parking Permitted/Provided < 1/8 Mile to Metro ⁽⁶⁾	Loading Space ⁽⁷⁾
D1 Site			Existing Retail/Service	39,148	39,148		0	205	0
D2A	300/90	34	Residential Retail/Service	412,000 6,000 - 10,000	422,000	150 - 435	30 - 87	150 - 435 0	213 - 587 3

- Maximum building height is measured from average grade and includes the podium, architectural features, mechanical penthouse and any other non-usable area on the roof penthouse level.
- The number of floors shown is conceptual and may be adjusted provided the maximum building height is not exceeded.
- Retail/Service uses in Building D2A as indicated in this tabulation may include a variety of non-residential uses as specified in the Proffers and FDP Development Conditions. Existing Retail/Service uses in the existing building on the D1 site may include a variety of existing uses as specified in the Proffers and/or a variety of other non-residential uses. (See Proffers.)
- GFA includes cellar space as specified in the Zoning Ordinance.
- Twenty (20) percent of all dwelling units will be Workforce Dwelling Units (WDUs). The actual number of WDUs will be determined at final site plan based on the total number of dwelling units provided.
- The minimum required and maximum permitted parking spaces for each use were calculated in accordance with Sect. 6-509 of the Zoning Ordinance, which is related below for the primary uses proposed on the CDP/FDP. It is understood that some commercial uses have different parking rates than the retail/service category shown below. Residential parking rate is based on an average mix of 85% 0-1 bedroom units and 15% 2-bedroom units. At the time of site plan, parking will be provided based on the specific uses, GFA, number of units and mix of bedroom types and the minimum and maximum rates set forth in Section 6-509 of the Zoning Ordinance.

Primary Use	Parking Permitted/Provided < 1/8 Mile to Metro	
	Min	Max
Retail/Service	0	6/1000 GFA, excluding the first 5,000 GFA
Multi-family Residential	0-1 UR	1.3 UR/ft
	2 UR	1.6 UR/ft

(7) Additional loading spaces may be provided as identified at the time of final site plan. However, such additional loading spaces shall not substantially increase the width of the loading entrance on the streetscape as shown on an approved FDP.

FDP - SITE TABULATIONS

FDP Area 3.51848 AC or 153,265 SF
 Area of Density Credit 0.07516 AC or 3,274 SF
 Total Area for Density Purposes 3.59364 AC or 158,539 SF

Proposed GFA 422,000⁽¹⁾
 FAR 2.70

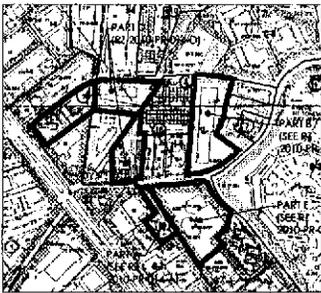
(1) The proposed GFA and resultant FAR represents one building; additional buildings will be provided with future FDPs or FDPs in keeping with the approved CDP.

OVERALL PART A, B, D, & E DEVELOPMENT TABULATION:

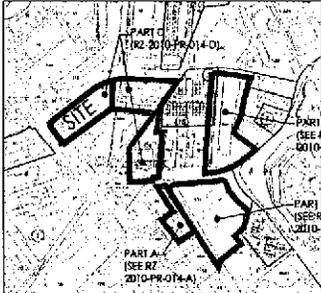
Overall Development Tabulations - Parts A, B, D & E

Part	Building	Use	GDP GFA	FDP GFA	Site Plan GFA
A	F1	Residential Retail/Service	430,000	430,000	430,000
		Public Use/Free Station	5,000	0	0
		Total	430,000	430,000	430,000
B	D1 Option 1	Residential Retail/Service	430,000	430,000	430,000
		Total	430,000	430,000	430,000
	D1 Option 2	Residential Retail/Service	430,000	430,000	430,000
		Total	430,000	430,000	430,000
	D2 Option 1	Residential Retail/Service	430,000	430,000	430,000
		Total	430,000	430,000	430,000
	D2 Option 2	Residential Retail/Service	430,000	430,000	430,000
		Total	430,000	430,000	430,000
	D3 Option 1	Residential Retail/Service	430,000	430,000	430,000
		Total	430,000	430,000	430,000
	D3 Option 2	Residential Retail/Service	430,000	430,000	430,000
		Total	430,000	430,000	430,000
D4 Option 1	Residential Retail/Service	430,000	430,000	430,000	
	Public Use/Free Station	25,000	25,000	25,000	
D4 Option 2	Residential Retail/Service	430,000	430,000	430,000	
	Public Use/Free Station	1,500	1,500	1,500	
D5 Option 2 Only	Residential Retail/Service	430,000	430,000	430,000	
	Total	430,000	430,000	430,000	
D	D1	Office	200,000	430,000	430,000
		Retail/Service	15,000	15,000	15,000
	D2-A	Residential Retail/Service	412,000	412,000	412,000
		Total	412,000	412,000	412,000
	D2-B	Residential Retail/Service	490,000	490,000	490,000
		Total	490,000	490,000	490,000
	D3 Option 1	Office	200,000	430,000	430,000
		Retail/Service	15,000	15,000	15,000
	D3 Option 2	Office	200,000	430,000	430,000
		Retail/Service	15,000	15,000	15,000
	D4	Residential Retail/Service	430,000	430,000	430,000
		Total	430,000	430,000	430,000
D5 Option 1	Hotel	180,000	180,000	180,000	
	Retail/Service	11,000	11,000	11,000	
D5 Option 2	Hotel	200,000	200,000	200,000	
	Retail/Service	11,000	11,000	11,000	
D6	Office	200,000	422,000	422,000	
	Retail/Service	13,000	13,000	13,000	
E	E1	Existing Office	215,548	215,548	215,548
		Total	215,548	215,548	215,548
	E2	Existing Office	215,548	215,548	215,548
		Total	215,548	215,548	215,548
	E3	Office	200,000	420,000	420,000
		Retail/Service	7,000	7,000	7,000
	E4 Option 1	Hotel	130,000	130,000	130,000
		Retail/Service	200,000	200,000	200,000
	E4 Option 2	Hotel	130,000	130,000	130,000
		Retail/Service	19,000	19,000	19,000
	E5 Option 1	Hotel	16,000	16,000	16,000
		Retail/Service	25,000	25,000	25,000
E5 Option 2	Hotel	16,000	16,000	16,000	
	Retail/Service	25,000	25,000	25,000	
Option 1 Totals	Office	1,241,170	1,123,170	1,123,170	
	Hotel	330,000	330,000	330,000	
Option 2 Totals	Residential Retail/Service	3,392,000	3,392,000	3,392,000	
	Retail/Service	136,100	136,100	136,100	
TOTAL	Public Use/Free Station	28,000 (1)	28,000 (1)	28,000 (1)	
	Total	5,047,270	5,248,270	5,248,270	
Option 1 Totals	Office	1,241,170	1,123,170	1,123,170	
	Hotel	0	0	0	
Option 2 Totals	Residential Retail/Service	4,090,000	4,090,000	4,090,000	
	Retail/Service	114,100	114,100	114,100	
TOTAL	Public Use/Free Station	28,000 (1)	28,000 (1)	28,000 (1)	
	Total	5,247,270	5,248,270	5,248,270	

- Part B includes 23,000 GFA of Public Use/Free Station. The 25,000 is including in the GFA totals as floor area associated with a public facility does not count toward FAR.
- Represents the combined in-use use of the existing building, not redevelopment contemplated on the CDP.

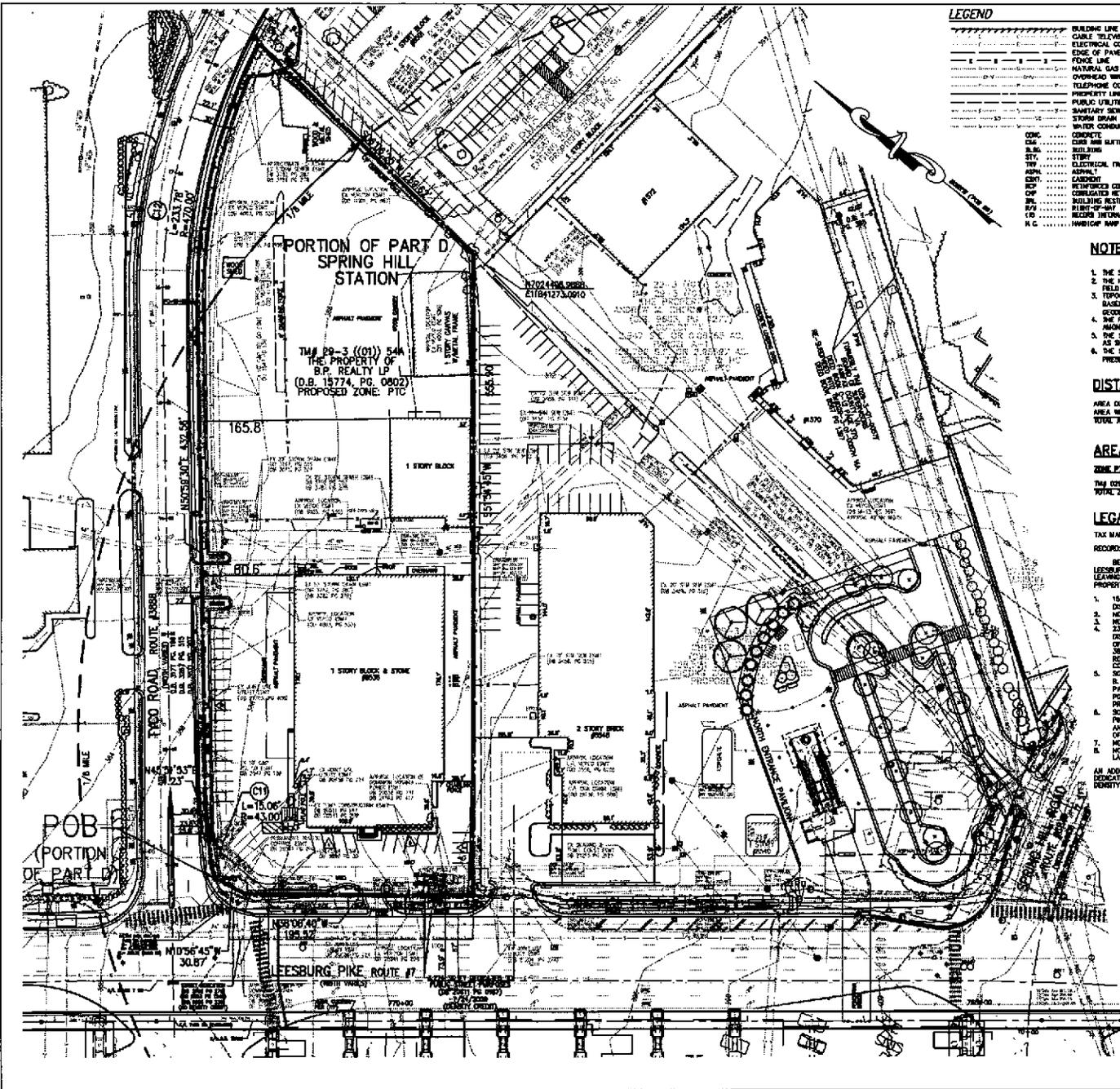


SCALE 1" = 500' VICINITY MAP



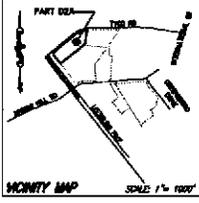
SCALE 1" = 500' SOILS MAP

PLANNERS ARCHITECTS
 1000 N. ...
 ...
NOTES AND TABULATIONS
 ...
C-3



LEGEND

---	BUILDING LINE	---	SEWAGE	---	SEWAGE
---	CABLE TELEVISION CONDUIT	---	STORM DRAIN MANHOLE	---	WOOD POST
---	ELECTRICAL CONDUIT	---	ELECTRICAL JUNCTION BOX	---	TRAILS
---	EDGE OF PAVEMENT	---	ELECTRICAL MANHOLE	---	FIRE HYDRANT
---	FENCE LINE	---	FIRE DEPARTMENT CONNECTION	---	GAS MANHOLE
---	NATURAL GAS CONDUIT	---	CABLE TELEVISION PEDestal	---	BUY POLE
---	OVERHEAD WIRES	---	LANDFILL UTILITY MANHOLE	---	GAS VALVE
---	TELEPHONE CONDUIT	---	TRAFFIC SIGNAL POLE	---	
---	PROPERTY LINE	---	LIGHT POLE	---	
---	PUBLIC UTILITIES EASEMENTS	---	PHONE PEDestal	---	
---	SANITARY SEWER CONDUIT	---	PHONE MANHOLE	---	
---	STORM DRAIN CONDUIT	---	UTILITY POLE	---	
---	WATER CONDUIT	---		---	
---	CONC.	---	CONCRETE	---	
---	CMU	---	CORNER AND BUTTER	---	
---	BLK.	---	BUILDING	---	
---	STY.	---	STREET	---	
---	TRF.	---	ELECTRICAL TRANSFORMER	---	
---	ADM.	---	ADJUST	---	
---	CON.	---	CARPENT	---	
---	REINFORCED CONCRETE PILE	---	COMBUSTIBLE METAL PIPE	---	
---	CP	---	BUILDING RESTRICTION LINE	---	
---	BL	---	RIGHT-OF-WAY	---	
---	RF	---	RECORD INFORMATION	---	
---	TR	---	RECORD INFORMATION	---	
---	HC	---	IMPERVIOUS MAP	---	



CURVE TABLE	
CURVE	DELTA
100'	18.01
150'	25.71
200'	34.38
250'	43.01
300'	51.69
350'	60.42
400'	69.19
450'	78.00
500'	86.86
550'	95.76
600'	104.71
650'	113.71
700'	122.76
750'	131.86
800'	141.01
850'	150.21
900'	159.46
950'	168.76
1000'	178.11

NOTES: PORTION OF PART D

1. THE SUBJECT PROPERTY SHOWN HEREON IS IDENTIFIED AS TAX MAP NUMBER 029-3-01-0064A AND IS ZONED PTC.
2. THE HORIZONTAL DATUM SHOWN HEREON IS TIED TO THE UTM COORDINATE SYSTEM 1803 NORTH ZONE AND IS BASED ON A MEAN SEA LEVEL DATUM ACCEPTED FOR SURVEYING METEOR AND PROPOSED BY WEA, INC.
3. TOPOGRAPHIC INFORMATION SHOWN HEREON IS BASED ON AN AERIAL SURVEY PROVIDED BY WEA, INC. BY AERIO-METRIC AND BASED ON CONTROL PHOTOGRAMMETS DATED MARCH 2002 AT 1"=100'. THE VERTICAL DATUM IS REFERENCED TO NATIONAL GEODESIC VERTICAL DATUM OF 1929 (NGVD29) CONTAINING AN ELEVATION OF 2.1'.
4. THE PROPERTY SHOWN HEREON IS SUBDIVIDED IN THE NAME OF B.P. REALTY LP AS RECORDED IN DEED BOOK 15774 AT PAGE 802.
5. THE SUBJECT PROPERTY LIES IN FLOOD ZONE "X" (AREAS DETERMINED TO BE OUTSIDE THE 100-YEAR FLOODPLAIN) AS SHOWN ON FLOOD INSURANCE RATE MAP NO. 58020C0202E, COMMUNITY PANEL 01052-180-C, DATED SEPTEMBER 17, 2010.
6. THE SUBJECT PROPERTY DOES NOT LIE WITHIN A RESERVING PROTECTION AREA (RPA) PER FARRIS COUNTY CHECKPLATE MAY PRESERVATION AREA MAP 20-3 DATED 09/01/2006.

DISTANCE FROM METRO TABULATION:

AREA OUTSIDE 1/8 MILE OF METRO STATION ENTRANCE	14,418 SQ FT OR 0.33101 ACRES
AREA WITHIN 1/8 MILE OF METRO STATION ENTRANCE	142,120 SQ FT OR 3.26263 ACRES
TOTAL AREA	156,538 SQ FT OR 3.59364 ACRES

AREA TABULATION:

TAX MAP 029-3-01-0064A	153,265 SQ FT OR 3.50848 ACRES
TOTAL ZONE PTC	153,265 SQ FT OR 3.50848 ACRES

DENSITY TABULATION:

TAX MAP 029-3-01-0064A	3,274 SQ FT OR 0.07518 ACRES
STREET DEDICATION	00 20000 PO 107
TOTAL AREA OF DENSITY	156,538 SQ FT OR 3.59364 ACRES

LEGAL DESCRIPTION: (PORTION OF PART D)

THE MAP 029-3-01-0064A
 BEING ALL OF THE PROPERTY OF B. P. REALTY, LP RECORDED IN DEED BOOK 15774 AT PAGE 802 AMONG THE LAND RECORDS OF FARRIS COUNTY, MISSISSIPPI AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:
 BEGINNING FOR THE SAME AT A POINT MARKING A POINT OF INTERSECTION OF NORTHEASTERLY RIGHT OF WAY LINE OF LEESBURG PIKE - ROUTE 47 AND THE SOUTHEASTERN RIGHT OF WAY LINE OF TICO ROAD - ROUTE 3008 (NORTH VARIES), THENCE LEAVING SAID POINT OF INTERSECTION AND RUNNING WITH THE COMMON LINE SAID TICO ROAD AND THE AFORESAID PROPERTY OF B.P. REALTY, LP (DB 15774 PG. 802) THE FOLLOWING FOUR (4) COURSES AND DISTANCES:
 1. 15.00 FEET ALONG THE ARC OF A CURVE TO THE RIGHT HAVING A RADIUS OF 43.00 FEET AND A CHORD BEARING AND DISTANCE OF NORTH 30°52'48" EAST, 14.88 FEET TO A POINT; THENCE
 2. NORTH 10°15'45" WEST, 31.23 FEET TO A POINT; THENCE
 3. NORTH 30°52'48" EAST, 43.00 FEET TO A POINT; THENCE
 4. 233.70 FEET ALONG THE ARC OF A CURVE TO THE RIGHT HAVING A RADIUS OF 470.00 FEET AND A CHORD BEARING AND DISTANCE OF NORTH 89°57'45" EAST, 233.30 FEET TO A POINT MARKING THE COMMON CORNER OF THE AFORESAID PROPERTY OF B. P. REALTY, LP (DB 15774 PG. 802) AND THE PROPERTY OF CHERRY FAMILY, LLC AS RECORDED IN DEED BOOK 14263 AT PAGE 389 AMONG THE AFORESAID LAND RECORDS, THENCE LEAVING THE AFORESAID SOUTHEASTERN RIGHT OF WAY LINE OF TICO ROAD - ROUTE 3008 (NORTH VARIES) AND RUNNING WITH SAID PROPERTY OF B.P. REALTY, LP (DB 15774 PG. 802) AND CONTINUING WITH THE PROPERTY OF B.P. REALTY, LP AS RECORDED IN DEED BOOK 15245 AT PAGE 383
 5. SOUTH 69°07'25" WEST 258.84 FEET TO A POINT MARKING THE COMMON EASTERN CORNER OF THE AFORESAID PROPERTY OF B. P. REALTY, LP (DB 15774 PG. 802) AND THE PROPERTY OF CHERRY FAMILY, LLC AS RECORDED IN DEED BOOK 10785 AT PAGE 805 AMONG THE AFORESAID LAND RECORDS, THENCE LEAVING THE AFORESAID PROPERTY OF B.P. REALTY, LP (DB 15774 PG. 802) AND RUNNING WITH THE COMMON LINE OF THE SAID PROPERTY OF B. P. REALTY, LP (DB 15774 PG. 802) AND SAID PROPERTY OF CHERRY FAMILY, LLC (DB 10785 PG. 802)
 6. SOUTH 81°54'45" WEST 668.00 FEET TO A POINT MARKING THE NORTHEASTERN RIGHT OF WAY LINE OF LEESBURG PIKE - ROUTE 47, THENCE LEAVING THE AFORESAID COMMON LINE OF THE PROPERTY OF B. P. REALTY, LP (DB 15774 PG. 802) AND THE PROPERTY OF CHERRY FAMILY, LLC (DB 10785 PG. 802) AND RUNNING WITH SAID SOUTHEASTERN RIGHT OF WAY LINE OF LEESBURG PIKE - ROUTE 47 (THE FOLLOWING TWO (2) COURSES AND DISTANCES)
 7. NORTH 30°52'48" WEST, 118.00 FEET TO A POINT; THENCE
 8. NORTH 10°15'45" WEST, 30.67 FEET TO THE POINT OF BEGINNING CONTAINING 163,265 SQUARE FEET OR 3.51848 ACRES OF LAND.
 AN ADDITIONAL 3,274 SQ. FT. OR 0.07518 ACRES HAS BEEN RESERVED FOR DENSITY DENSITY ASSOCIATED WITH AREAS OF STREET DEDICATION RECORDED IN DEED BOOK 20011 AT PAGE 187 AMONG THE AFORESAID LAND RECORDS. FOR A TOTAL AREA FOR DENSITY PURPOSES OF 166,539 SQUARE FEET OR 3.59364 ACRES.

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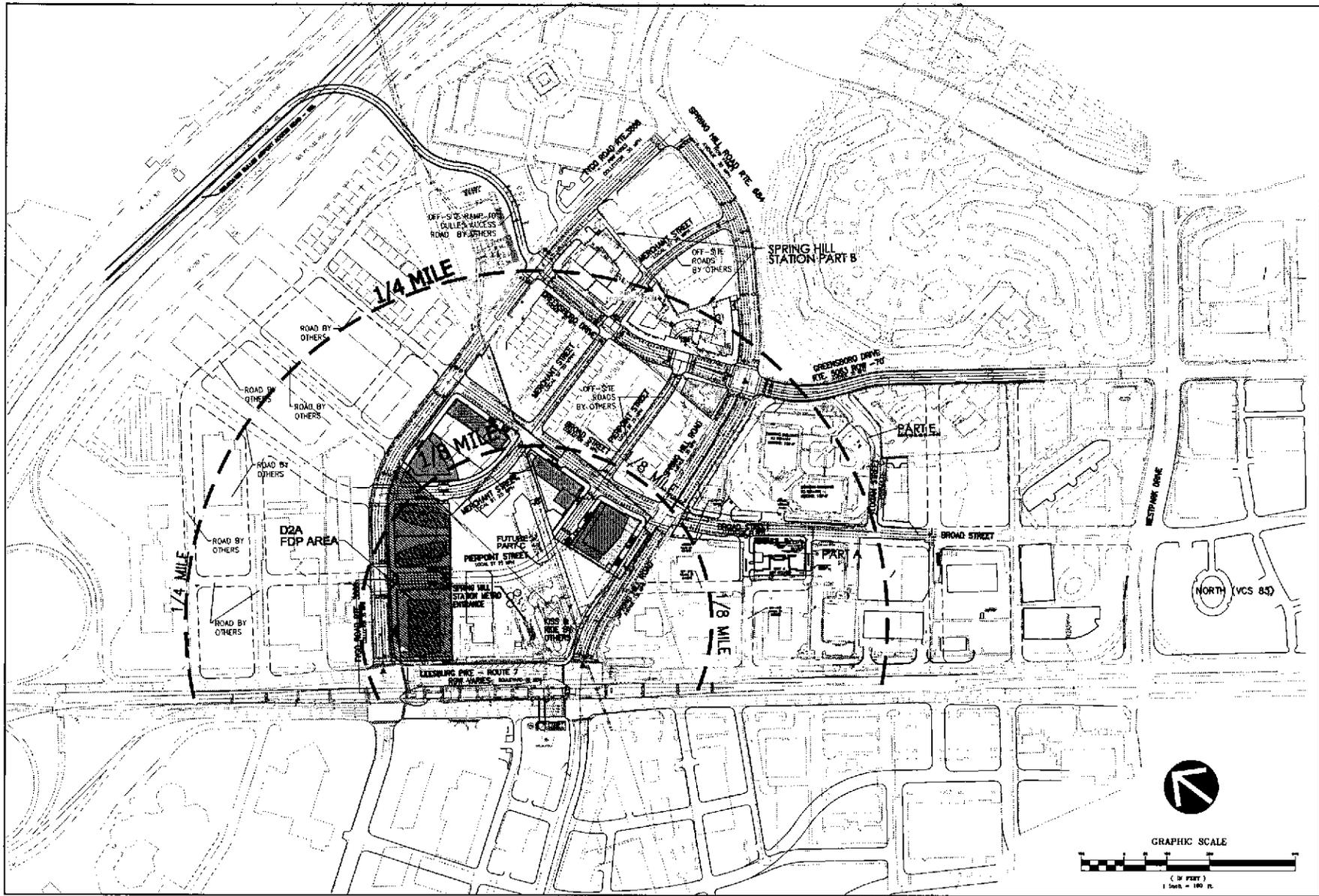
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 FAX: 281.462.1101
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EXISTING CONDITIONS

GRAPHIC SCALE
 1" = 40' FT.

EXISTING CONDITIONS

C-4



DISTANCE FROM METRO TABULATION:

AREA WITHIN OF 1/8 MILE OF METRO STATION ENTRANCE	142,120 SQ FT OR 3.26263 ACRES
AREA OUTSIDE 1/8 MILE OF METRO STATION ENTRANCE	14,419 SQ FT OR 0.33101 ACRES
TOTAL AREA	156,539 SQ FT OR 3.59364 ACRES

NOTE:
ALL OF PART D IS WITHIN 1/4 MILE OF METRO

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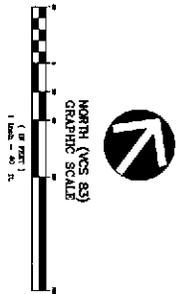
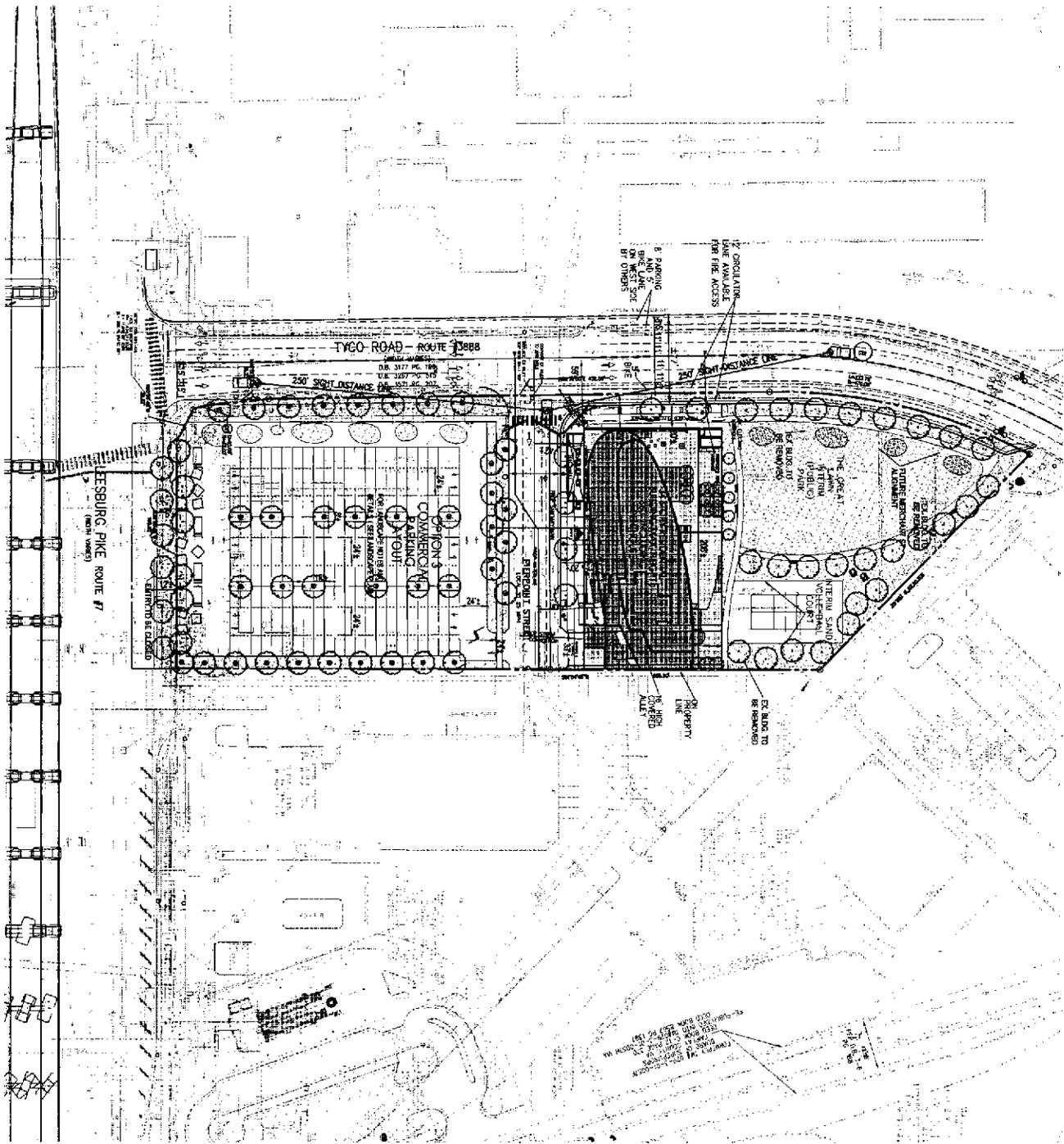
CDP CONTEXT PLAN

LEGEND

[Symbol]	PROPOSED
[Symbol]	EXISTING
[Symbol]	ROAD
[Symbol]	RAIL
[Symbol]	STATION
[Symbol]	PLANTING
[Symbol]	UTILITIES
[Symbol]	TOPOGRAPHY
[Symbol]	BOUNDARIES
[Symbol]	ADDITIONAL INFORMATION

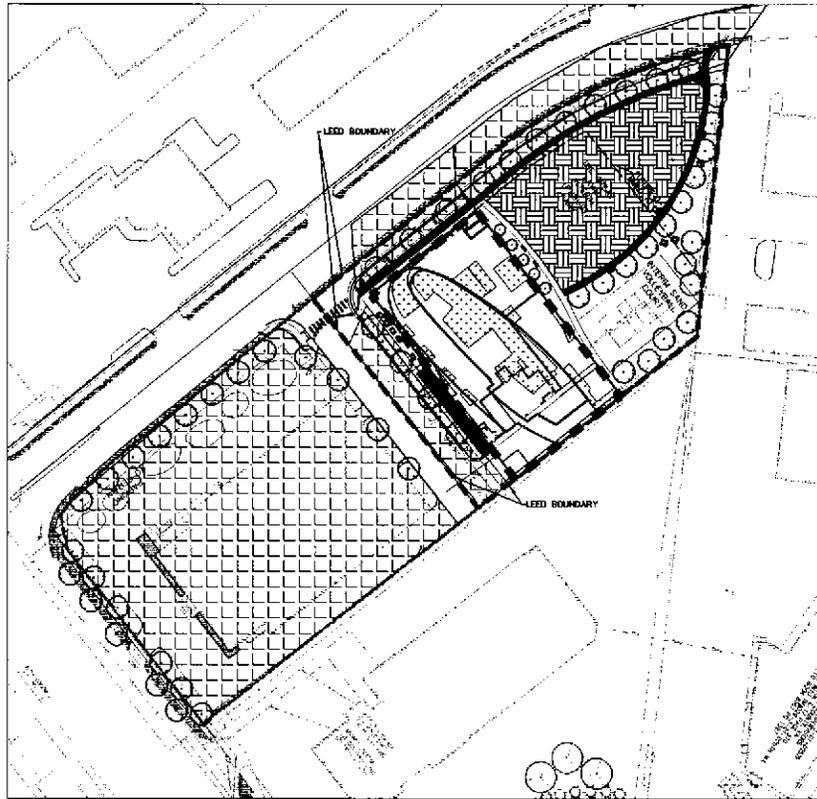
GRAPHIC SCALE
 (IN FEET)
 1 Inch = 100 Ft.

C-5A



NORTH (VCS 83)
GRAPHIC SCALE
1" = 20' FT.

<p>C-6C</p>	<p>FINAL DEVELOPMENT PLAN OPTION 3 (OVERALL)</p>	<p>DATE: 11/15/2011 PROJECT: [REDACTED] CLIENT: [REDACTED] SCALE: 1" = 20' FT.</p>
	<p>SITE DATA Spring Hill Station Tygo Road, TX 75152</p>	



LEGEND

-  DRAINAGE AREA TO TREE BOX FILTERS
-  AREA OF PERMEABLE PAVERS
-  AREA OF GREEN ROOF/STORMWATER PLANTERS
-  SOIL AMENDMENTS

■ ■ ■ DRAINAGE AREAS TO GREEN ROOF/STORMWATER PLANTERS

PROPOSED CONDITIONS AREA TABULATION:

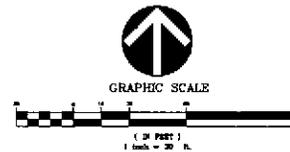
BUILDING = 52,606 SF (1.21 AC) (GREEN ROOF CREDITED LATER WITH VOLUME REDUCTION)
 ROADS/SIDEWALK = 68,619 SF (1.57 AC)
 PARKS/TREE PITS = 31,973 SF (0.73 AC)

PERVIOUS = 0.73 AC (21%)
 IMPERVIOUS = 2.78 AC (79%)

LEED BOUNDARY:

BUILDING = 24,964 SF (0.57 AC) (GREEN ROOF CREDITED LATER WITH VOLUME REDUCTION)
 ROADS/SIDEWALK = 27,577 SF (0.63 AC)
 PARKS/TREE PITS = 28,879 SF (0.66 AC)

PERVIOUS = 0.56 AC (35%)
 IMPERVIOUS = 1.2 AC (65%)



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SITE DATA
 Spring Hill Station
 Tysons Corner, VA 22102

STORMWATER MANAGEMENT PLAN

C-10

FOR PRELIMINARY USE ONLY
 NOT FOR CONSTRUCTION OR
 REGULATORY REVIEW

DATE: 08/20/10

TYSONS CORNER COMPREHENSIVE PLAN STORMWATER CONFORMANCE CHECKLIST NARRATIVE

THE PURPOSE OF THIS NARRATIVE IS TO DETAIL THE PROCESS BY WHICH THE SUBJECT SITE MEETS, EXCEEDS, OR PROVIDES TO THE MAXIMUM EXTENT PRACTICABLE THE RUNOFF REDUCTION REQUIREMENTS OF THE TYSONS CORNER COMPREHENSIVE PLAN.

COMPREHENSIVE PLAN STORMWATER MANAGEMENT GOALS:

- THIS STORMWATER MANAGEMENT NARRATIVE EXPLAINS HOW THIS PLAN PROPOSES TO MEET THE STORMWATER REQUIREMENTS OF THE TYSONS CORNER COMPREHENSIVE PLAN.
- THIS NARRATIVE DESCRIBES THE MANAGEMENT PRACTICES BY WHICH THE GOALS ARE TO BE MET (E.G. VEGETATIVE ROOF AND URBAN BIO-RETENTION (TREE PITS) AS WELL AS OTHER STRATEGIES WE EVALUATED BUT WERE UNABLE TO IMPLEMENT DUE TO SITE CONSTRAINTS.

RESTORATION AND/OR STABILIZATION OF DEGRADED STREAMS ON DEVELOPMENT SITES SHOULD BE PURSUED WHERE FEASIBLE. RESTORATION AND STABILIZATION TECHNIQUES THAT INCORPORATE ECOLOGICALLY AND AESTHETICALLY BENEFICIAL REVERSE OFF-SITE EFFORTS TO RESTORE AND/OR ENHANCE STREAMS IN TYSONS CORNER SHOULD ALSO BE CONSIDERED. THE ABOVE GUIDELINES ARE INTENDED TO IMPROVE STORMWATER MANAGEMENT CONTROLS SUFFICIENTLY TO ALLOW FOR IMPROVEMENTS TO THE HABITAT AND RECREATIONAL VALUES OF STREAMS IN TYSONS CORNER THROUGH RESTORATION PROJECTS.

THIS SUBJECT APPLICATION DOES NOT PROPOSE ANY STREAM RESTORATION AS IT HAS NO OPEN CHANNELS OR STREAMS WITHIN ITS BOUNDARY. IT IS BELIEVED THAT ANY STREAM RESTORATION SHOULD BE COMPREHENSIVE IN NATURE AND NOT PROVIDED IN PIECE MEAL FORM TO BETTER PROVIDE AESTHETIC AND RECREATIONAL VALUE TO TYSONS CORNER.

AS MENTIONED EARLIER DUE TO SITE CONSTRAINTS THE ENTIRE 1.0" OF RAINFALL COULD NOT BE CAPTURED/CONTROLLED FOR THE SITE AS A WHOLE. THE PROPOSED PLANS CAN ACCOUNT FOR 0.90" AS CAN BE SEEN ON THE TYSONS CORNER STORMWATER CONFORMANCE SPREADSHEET (SEE SHEET C-13).

• TIER 2 INNOVATIVE BMP'S (ACCEPTED IN OTHER JURISDICTIONS)

THERE ARE NO TIER 2 NEW OR INNOVATIVE BMP'S BEING PROPOSED WITH THIS SUBJECT APPLICATION. AS MENTIONED PREVIOUSLY SITE CONSTRAINTS LIMIT THE APPLICABILITY OF VARIOUS BMP PRACTICES.

• TIER 3 INNOVATIVE BMP'S (NON-APPROVED)

THE INTENSIVE GREEN ROOF SYSTEM PROVIDED WITH THESE PLANS SHALL BE A TIER 3 DESIGN SINCE THEY ARE DESIGNED TO TREAT BOTH VEGETATIVE AND NON-VEGETATIVE AREAS. AS SUCH THE BOLL HAS BEEN INCREASED TO ACCOUNT FOR THIS ADDITIONAL AREA RUNOFF. AS CAN BE SEEN ON SHEETS C-13, 0.08 INCHES OF THE FIRST 1.0 INCH RAINFALL DEPTH SHALL BE CONTROLLED BY THIS TIER 3 APPROACH FROM 0.17 AC (0.07 OF WHICH IS TIER 1). ADDITIONALLY, STORMWATER PLANTERS ARE PROVIDED WITH THIS APPLICATION WHICH SHALL BE A TIER 3 DESIGN. THESE PLANTERS ARE A DCR DESIGN (SP# 4 URBAN BIO-RETENTION) MODIFIED TO DISCONNECT TOWER ROOF WATER TO A POOLING ON AT GRADE. AS CAN BE SEEN ON SHEET C-13, 0.07 INCHES OF THE FIRST 1.0 INCH RAINFALL DEPTH SHALL BE CONTROLLED TO THE TIER 3 APPROACH. IF AT SITE PLAN TIME THIS DESIGN CONCEPT IS NOT FEASIBLE IT IS REQUESTED THAT OFFSITE TREATMENT BE ALLOWED IN THE FORM OF TREE PIT TREATING RUNOFF FROM THE EXISTING PUBLIC TOWN ROAD. THIS AREA SHALL ADD AN ADDITIONAL 0.08 INCH OF RAINFALL DEPTH CONTROLLED THEREBY PARTIALLY MITIGATING THE RAINFALL DEPTH LOST PROVIDED THE TIER 3 INTENSIVE GREEN ROOF IS NOT FEASIBLE AT SITE PLAN. SEE SHEET C-13 AND C-14 FOR COMPUTATIONS AND DETAILS.

• OFFSITE OR SHARED FACILITIES

CURRENTLY THE SUBJECT APPLICATION DOES NOT PROPOSE THE USE OF OFFSITE OR SHARED SWM FACILITIES. HOWEVER, THE TREE PITS CAN ACCOMMODATE ADDITIONAL STREET RUNOFF FROM TYCO ROAD APPROXIMATELY 0.28 AC. AS CAN BE SEEN ON SHEET C-13 THIS WILL YIELD AN ADDITIONAL 0.08 INCH OF THE 1.00 INCH RAINFALL DEPTH CONTROLLED.

• CONFORMANCE WITH COMPREHENSIVE PLAN STORMWATER GOALS

IT IS THE BELIEF OF THE UNDERSIGNED ENGINEER THAT THIS SITE PLAN ADEQUATELY HANDLES, TO THE MAXIMUM EXTENT POSSIBLE, THE RUNOFF REDUCTION REQUIREMENTS OF THE TYSONS CORNER COMPREHENSIVE PLAN. BELOW IS SUMMARY OF THE RUNOFF REDUCTION PRACTICES UTILIZED IN THE STORMWATER MANAGEMENT PLAN AND THEIR CONFORMANCE TO THE OVERALL GOAL OF THE COMPREHENSIVE STORMWATER MANAGEMENT PLAN FOR THIS SUBJECT APPLICATION.

> AS MENTIONED PREVIOUSLY THE PROPOSED DESIGN SHALL NOT CONTROL/CAPTURE THE FIRST ENTIRE 1.0" OF RAINFALL. THIS SUBJECT APPLICATION PROPOSES TO CONTROL CAPTURE, TO THE MAXIMUM EXTENT PRACTICABLE, THE FIRST 0.90" OF RAINFALL.

> THIS PROPOSED DESIGN SHALL OPTIMIZE, TO THE MAXIMUM EXTENT FEASIBLE, RUNOFF REDUCTION VIA THE EMPLOYMENT OF VEGETATIVE ROOFS, PERMEABLE PAVEMENT, AND URBAN BIO-RETENTION (TREE PITS) AND STORMWATER PLANTERS.

> AS MENTIONED PREVIOUSLY SITE CONSTRAINTS HAVE LIMITED THE USE OF MANY BMP'S PRACTICES (SUCH AS INFILTRATION).

> THE PROPOSED DESIGN DOES HELP CONTROL PEAK FLOW BY REDUCING THE RUNOFF VOLUME AND AS SUCH THE PEAK DISCHARGE IS REDUCED.

> STREET RUNOFF HAS BEEN ADDRESSED VIA THE USE OF URBAN BIO-RETENTION (TREE PITS) THAT ARE DESIGNED IN ACCORDANCE WITH DCR SPEC #6.

> STREAM STABILIZATION AND RESTORATION HAS NOT BEEN PROPOSED WITH THIS SUBJECT APPLICATION DUE TO THE NEED OF A COMPREHENSIVE STREAM RESTORATION PROGRAM.

> THIS SUBJECT APPLICATION SHALL CONFORM TO THE PFM'S SWM REQUIREMENTS FOR ADEQUATE DUFFALL, DETENTION, WATER QUALITY, AND OVERLAND RELIEF. SEE SHEETS C-9 THRU C-11 FOR DETAILS.

• SUPPLEMENTAL INFORMATION/JUSTIFICATION REQUEST

WHILE IT IS NOT PRACTICABLE TO RETAIN ALL OF THE SUBJECT SITE, INCLUDING AREAS OF THE SITE PERIPHERY, DUE TO VARIOUS CONSTRAINTS INCLUDING SITE GRADING, OTHER COMPREHENSIVE PLAN REQUIREMENTS, AND VDOT REQUIREMENTS, COMPLIANCE WITH THE COMPREHENSIVE PLAN GOAL FOR CAPTURE/RETAINING THE FULL 1-INCH RAIN EVENT CAN BE MET ON SITE DURING RAINFALL EVENTS GREATER THAN 1-INCHES THAT FALL ON THE BUILDING ROOFS AND STREETS/SCAPE IF THE RUNOFF REDUCTION MEASURES AND COMPUTATIONS SHOWN HEREIN ARE APPROVED BY THE COUNTY. IF THE RUNOFF REDUCTION MEASURES AND/OR COMPUTATIONS SHOWN HEREIN ARE NOT APPROVED BY DPWS, THE APPLICANT WILL WORK WITH THE COUNTY TO RETAIN THE FIRST 1-INCH OF RAINFALL TO THE EXTENT PRACTICABLE IN ACCORDANCE WITH THE COMPREHENSIVE PLAN GOAL.

IN FURTHERANCE OF THE APPLICANT'S COMMITMENTS HEREIN AND WHILE IT INTENDS TO MEET THE 1-INCH RETENTION GOAL USING THE TECHNIQUES SHOWN, IT RESERVES THE RIGHT TO UTILIZE ANY COMBINATION OF LID (EXISTING AND FUTURE) MEASURES TO MEET THIS GOAL SUBJECT TO THE REVIEW AND APPROVAL OF DPWS AT TIME OF SITE PLAN.

RECOGNIZING THAT RUNOFF REDUCTION TECHNOLOGIES ARE RELATIVELY NEW AND STILL EVOLVING, THE APPLICANT'S FINAL DESIGN DEVELOPMENT AND/OR DPWS COMMENTS ON THE SITE PLAN MAY RESULT IN CHANGES TO THE LID MEASURES SHOWN ON THE CDP AND/OR FDP, INCLUDING, BUT NOT LIMITED TO, ELIMINATION OR ADDITION OF MEASURES SO LONG AS THESE CHANGES DO NOT AFFECT THE GOAL OF STREETS, THE GENERAL LOCATION OF THE POINTS OF ACCESS TO EACH BLOCK, THE GENERAL LOCATION OF THE BUILDINGS, THE BUILD-TO LINES, THE MINIMUM AMOUNT AND GENERAL LOCATION OF PUBLICLY-ACCESS URBAN PARK LAND AS MAY BE APPLICABLE FOR EACH BLOCK AND THE GENERAL QUALITY AND CHARACTER OF THE STREETS/SCAPE ALONG THE PUBLIC AND PRIVATE STREETS WITHIN AND ADJUTING THE SUBJECT PROPERTY AND AS OTHERWISE SPECIFIED IN THE PROFFERS.

BMP NARRATIVE:

THE SUBJECT SITE DRAINS ENTIRELY INTO THE REGIONAL STORMWATER POND D-47 THAT MEETS ALL REQUIREMENTS OF BMP FOR THE ENTIRE DRAINAGE SHED.

HOWEVER, THE SUBJECT SITE ALSO MEETS THE BMP REQUIREMENTS FOR A REDEVELOPED SITE. PER PFM SECTION 6-0401.2B, THE SITE WILL NEED TO HAVE A 10% DECREASE IN IMPERVIOUS AREAS.

EXISTING=96% IMPERVIOUS
PROPOSED=81% IMPERVIOUS

THE SUBJECT SITE HAS A 15% DECREASE IN OTHER CATCHMENT AREA. THE BMP REQUIREMENT IS MET.

COMPREHENSIVE PLAN STORMWATER MANAGEMENT GOALS	RESPONSE
STORMWATER MANAGEMENT AND WATER QUALITY CONTROLS FOR DEVELOPMENT SHOULD BE DESIGNED TO RETURN WATER INTO THE GROUND WHERE SOLE IS SUITABLE OR REUSE IT WHERE ALLOWED TO THE EXTENT PRACTICABLE. REDUCTION OF STORMWATER RUNOFF VOLUME IS THE SINGLE MOST IMPORTANT STORMWATER DESIGN OBJECTIVE FOR TYSONS.	INFILTRATION SHALL NOT BE USED ON THE PROPOSED BUILDING DGA DUE TO ITS IMPRACTICABILITY. AREAS ON SITE AVAILABLE FOR INFILTRATION ARE VERY LIMITED DUE TO THE LARGE PROPOSED UNDERGROUND GARAGES. THE APPLICATION AREA TOTALS 3.11 ACRES, 0.88 ACRES (OR 28%) OF WHICH IS THE PROPOSED BUILDING DGA. THE GARAGE IS 0.77 ACRES AND THE PUBLIC ROADWAYS ARE 0.13 ACRES, OR 4% OF THE DGA SITE. THE REST OF THE SITE IS AN INTERIM CONDITION, PART OF WHICH WILL BE A GRASSY PARK AND PART OF WHICH WILL BE A PARKING LOT THAT IS CONTROLLED BY URBAN BIO-RETENTION (TREE PITS). THESE AREAS WILL BE IMPROVED FROM EXISTING CONDITIONS IN THE INTERIM CONDITION.
AT A MINIMUM, THE FIRST INCH OF RAINFALL SHOULD BE RETAINED ON-SITE THROUGH INFILTRATION, STORAGE, OR REUSE. IF ON A GIVEN SITE, THE RETENTION ON-SITE OF THE FIRST INCH OF RAINFALL IS DEMONSTRATED NOT TO BE FULLY ACHIEVABLE, ALL AVAILABLE MEASURES SHOULD BE IMPLEMENTED TO THE EXTENT POSSIBLE IN ORDER TO SUPPORT THIS GOAL AND ACHIEVE PARTIAL RETENTION OF THE FIRST INCH OF RAINFALL.	THE TARGET GOAL OF THE RUNOFF REDUCTION METHOD IS TO CAPTURE AND CONTROL THE FIRST INCH OF RAINFALL. TO THIS EXTENT FOUR MAIN STORMWATER MANAGEMENT STRATEGIES HAVE BEEN UTILIZED: VEGETATIVE ROOFS, PERMEABLE PAVEMENT, URBAN BIO-RETENTION (TREE PITS) AND STORMWATER PLANTERS. • THE EXTENSIVE VEGETATIVE ROOFS HAVE BEEN DESIGNED PER DCR SPEC #4 AND ARE USED TO TREAT VEGETATIVE ROOF AREAS. • THE INTERIOR ROOF AREAS INCLUDE ELEMENTS FROM DCR SPECIFICATIONS THAT HAVE BEEN IMPROVED PER DETAILS SHOWN ON THE POP TO TREAT BOTH VEGETATED AS WELL AS NON-VEGETATED ROOF AREAS. • THE URBAN BIO-RETENTION TREE PITS AND STORMWATER PLANTERS HAVE BEEN DESIGNED PER DCR SPEC #9 APPENDIX A WITH MODIFICATION OF CERTAIN ELEMENTS PER THE DETAIL, WITHIN THIS COP. THE TREE PITS ARE UTILIZED TO ULTIMATELY TREAT THE ROADWAY RUNOFF AS WELL AS THE SURROUNDING STREETS/SCAPE. • THE STORMWATER PLANTERS (DETAILED ON THE POP) ARE USED TO TREAT IMPERVIOUS BUILDING ROOF AREAS WHERE GREEN ROOF IS IMPRACTICABLE (TIER 3). • THE PERMEABLE PAVEMENT LEVEL, OND HAS BEEN DESIGNED PER DCR SPEC #7 AND WILL ONLY CAPTURE ITS FOOTPRINT AREA.
SEIZO COMPUTATIONS HAVE BEEN PROVIDED THAT VERIFY THE REQUIRED STORAGE HAS BEEN MET FOR EACH ALTERNATIVE. (SEE RAINFALL DESIGN VALUE SEIZO NARRATIVE ON THIS SHEET). EACH OF THESE PRACTICES IS ADEQUATE TO MEET THE REQUIRED STORAGE AREAS TO THEM.	SEIZO COMPUTATIONS HAVE BEEN PROVIDED THAT VERIFY THE REQUIRED STORAGE HAS BEEN MET FOR EACH ALTERNATIVE. (SEE RAINFALL DESIGN VALUE SEIZO NARRATIVE ON THIS SHEET). EACH OF THESE PRACTICES IS ADEQUATE TO MEET THE REQUIRED STORAGE AREAS TO THEM.
THESE PRACTICES COMBINED YIELD AN ENTIRE ON-SITE RETAINED RAINFALL DEPTH OF 0.88 INCHES (88% WITH OFF-SITE TREATMENT) 1.28" WHEN CONSIDERING THE LEED SPECIFIED RAINFALL EVENTS. ALL AREAS OF THE DEVELOPED SITE THAT HAVE THE POTENTIAL FOR A GREEN ROOF HAVE BEEN UTILIZED FOR SUCH PURPOSES. FOR TREATMENT OF THE PROPOSED ROADWAY AND STREETS/SCAPE ARE BIO-RETENTION TREE PITS PROVIDED FOR TREATMENT AND DETENTION. A TOTAL CONTROLLED AREA OF 2.30 ACRES OR 74% OF THE SITE HAS BEEN CAPTURED AND DEMONSTRATED "TO THE MAXIMUM EXTENT PRACTICABLE" WE HAVE MET THE TYSONS CORNER COMPREHENSIVE PLAN GOAL TO RETAIN/RETARD THE FIRST INCH OF RAINFALL.	THESE PRACTICES COMBINED YIELD AN ENTIRE ON-SITE RETAINED RAINFALL DEPTH OF 0.88 INCHES (88% WITH OFF-SITE TREATMENT) 1.28" WHEN CONSIDERING THE LEED SPECIFIED RAINFALL EVENTS. ALL AREAS OF THE DEVELOPED SITE THAT HAVE THE POTENTIAL FOR A GREEN ROOF HAVE BEEN UTILIZED FOR SUCH PURPOSES. FOR TREATMENT OF THE PROPOSED ROADWAY AND STREETS/SCAPE ARE BIO-RETENTION TREE PITS PROVIDED FOR TREATMENT AND DETENTION. A TOTAL CONTROLLED AREA OF 2.30 ACRES OR 74% OF THE SITE HAS BEEN CAPTURED AND DEMONSTRATED "TO THE MAXIMUM EXTENT PRACTICABLE" WE HAVE MET THE TYSONS CORNER COMPREHENSIVE PLAN GOAL TO RETAIN/RETARD THE FIRST INCH OF RAINFALL.
REDEVELOPMENT PRACTICES IN TYSONS SHOULD INCORPORATE INNOVATIVE STORMWATER MANAGEMENT MEASURES IN A MANNER THAT WILL FIRST AND FOREMOST, OPTIMIZE REDUCTION OF STORMWATER RUNOFF VOLUME AND CONTROL OF PEAK FLOW FOR THE REMAINING STORMWATER THAT CANNOT BE COMPLETELY CAPTURED ON-SITE.	THE RUNOFF REDUCTION PRACTICES SHALL BE USED IN CONFORMANCE WITH THE APPLICABLE DCR SPECIFICATION (IF ONE EXISTS) THAT GOVERNS THEM. THE EXTENSIVE VEGETATIVE ROOF, URBAN BIO-RETENTION TREE PITS, PERMEABLE PAVEMENT, AND STORMWATER PLANTERS HAVE BEEN DESIGNED IN ACCORDANCE WITH THEIR RESPECTIVE SPECIFICATION.

REDEVELOPMENT PRACTICES IN TYSONS SHOULD INCORPORATE INNOVATIVE STORMWATER MANAGEMENT MEASURES IN A MANNER THAT WILL FIRST AND FOREMOST, OPTIMIZE REDUCTION OF STORMWATER RUNOFF VOLUME AND CONTROL OF PEAK FLOW FOR THE REMAINING STORMWATER THAT CANNOT BE COMPLETELY CAPTURED ON-SITE.	RESPONSE
AT A MINIMUM, STORMWATER MANAGEMENT MEASURES THAT ARE SUFFICIENT TO ATTAIN BOTH THE STORMWATER DESIGN-QUALITY CONTROL AND STORMWATER DESIGN-QUALITY CONTROL CREDITS OF THE BEST CURRENT VERSION OF THE LEED OR LEED-CS RATING SYSTEM (OR THE EQUIVALENT OF THESE CREDITS) SHOULD BE PROVIDED, IF ON A GIVEN SITE, THE ATTAINMENT OF ONE STORMWATER DESIGN-QUALITY CREDIT (OR EQUIVALENT) IS DEMONSTRATED NOT TO BE FULLY ACHIEVABLE, ALL AVAILABLE MEASURES SHOULD BE IMPLEMENTED TO THE EXTENT POSSIBLE IN SUPPORT OF THIS GOAL.	LEED STORMWATER CREDITS 8.1 AND 8.2 SHALL BE OBTAINED THROUGH THE USE OF THE VEGETATIVE ROOF, PERMEABLE PAVEMENT, AND THE URBAN BIO-RETENTION (TREE PITS AND STORMWATER PLANTERS). EACH PRACTICE PROVIDES BOTH QUANTITY AND QUALITY CONTROL. THE COMPUTATIONS PROVIDED ON SHEETS C-12 ARE BASED ON THE LEED AREA (ENCOMPASSING DGA AND PARK). THE COMPUTATIONS ON SHEET C-13 SHOW THE TOTAL SITE AREA BROKEN DOWN BY BLOCK NEW BUILDING, INTERIM PARK, AND INTERIM BLOCK 1.

ALTERNATIVE APPROACHES MAY INCORPORATE COORDINATED STORMWATER MANAGEMENT ON ALL THE DEVELOPMENT SITES AND/OR OFF-SITE CONTROLS. ADDITIONAL STORMWATER MANAGEMENT ALTERNATIVES SHOULD BE ENCOURAGED.	RESPONSE
THE SUBJECT APPLICATION PROPOSES BIO-RETENTION TREE PITS WITHIN THE PROPOSED STREETS/SCAPE OF THE APPLICATION AREA. THESE BIO-RETENTION TREE PITS CAPTURE AND TREAT THE FIRST INCH OF RAINFALL FROM THE PROPOSED STREETS AND EXISTING OFF-SITE STREETS AND ROADS (SEE OFF-SITE FACILITIES SECTION IN THE NARRATIVE). THERE ARE NO SHARED STORMWATER MANAGEMENT ALTERNATIVES WITH THIS APPLICATION.	THE SUBJECT APPLICATION PROPOSES BIO-RETENTION TREE PITS WITHIN THE PROPOSED STREETS/SCAPE OF THE APPLICATION AREA. THESE BIO-RETENTION TREE PITS CAPTURE AND TREAT THE FIRST INCH OF RAINFALL FROM THE PROPOSED STREETS AND EXISTING OFF-SITE STREETS AND ROADS (SEE OFF-SITE FACILITIES SECTION IN THE NARRATIVE). THERE ARE NO SHARED STORMWATER MANAGEMENT ALTERNATIVES WITH THIS APPLICATION.

LOW IMPACT DEVELOPMENT (LID) TECHNIQUES ARE PROVIDED FOR IN THE STREET DESIGN VIA THE URBAN BIO-RETENTION (TREE PIT). THESE PITS PROVIDE BOTH QUANTITY AND QUALITY CONTROL AS OUTLINED BY DCR SPEC #9 AND MONITORED TO MEET TYSONS URBAN DESIGN GUIDELINES ALLOWED AND PRACTICABLE.	RESPONSE
LOW IMPACT DEVELOPMENT (LID) TECHNIQUES ARE PROVIDED FOR IN THE STREET DESIGN VIA THE URBAN BIO-RETENTION (TREE PIT). THESE PITS PROVIDE BOTH QUANTITY AND QUALITY CONTROL AS OUTLINED BY DCR SPEC #9 AND MONITORED TO MEET TYSONS URBAN DESIGN GUIDELINES ALLOWED AND PRACTICABLE.	LOW IMPACT DEVELOPMENT (LID) TECHNIQUES ARE PROVIDED FOR IN THE STREET DESIGN VIA THE URBAN BIO-RETENTION (TREE PIT). THESE PITS PROVIDE BOTH QUANTITY AND QUALITY CONTROL AS OUTLINED BY DCR SPEC #9 AND MONITORED TO MEET TYSONS URBAN DESIGN GUIDELINES ALLOWED AND PRACTICABLE.

COMPREHENSIVE PLAN IMPLEMENTATION

THE TYSONS CORNER COMPREHENSIVE STORMWATER MANAGEMENT PLAN SHALL BE IMPLEMENTED VIA THE USE OF URBAN BIO-RETENTION (TREE PITS AND STORMWATER PLANTERS), PERMEABLE PAVEMENT, AND VEGETATIVE ROOFS. THE ROADWAY ROW AND STREETS/SCAPE SHALL BE CONTROLLED, WHERE POSSIBLE, BY TREE PITS THAT ARE STRATEGICALLY PLACED TO MAXIMIZE RUNOFF INTERCEPTION. THE BUILDING ROOF AREAS DGA SHALL BE CONTROLLED BY A VEGETATIVE ROOF THAT HAS BEEN DESIGNED TO TREAT BOTH VEGETATIVE AND NON-VEGETATIVE AREAS. ROOF AREAS IMPRACTICABLE FOR GREEN ROOF HAVE BEEN DISCONNECTED WHERE POSSIBLE TO STORMWATER PLANTERS. BELOW IS A BREAKDOWN OF THE IMPLEMENTATION ITEMS ON THE STORMWATER CONFORMANCE CHECK LIST.

> THE COMPUTATIONS PROVIDED ON SHEET C-13 CALCULATE THE REQUIRED TREATMENT VOLUME OF 1" OF RAINFALL OVER THE ENTIRE SITE CDP AREA.

> THE STORMWATER MANAGEMENT DESIGN FOR THIS SITE SHALL INCLUDE PRACTICES THAT ARE DOCUMENTED IN THE DCR RUNOFF REDUCTION MANUAL. THIS SUBJECT APPLICATION PROPOSES MODIFICATIONS OF THE DCR STORMWATER PLANTER FOR IMPLEMENTATION WITH HIGH RISE CONSTRUCTION.

> ACCESS TO THE STORMWATER BMP FACILITIES SHALL BE PROVIDED FOR BY ROOF TOP ACCESS FOR THE VEGETATIVE ROOFS AND STREET ACCESS FOR THE TREE PITS AND PERMEABLE PAVEMENT. ACCESS TO THE STORMWATER PLANTERS SHALL BE PROVIDED VIA ROOFTOP (FOODUM) ACCESS.

> THE TREE PITS, VEGETATIVE ROOFS, PERMEABLE PAVEMENT AND STORMWATER PLANTERS SHALL BE PRIVATELY MAINTAINED.

> THE DESIGN SHALL CREATE A SAFE ENVIRONMENT FOR THE PUBLIC. THE EXTENSIVE VEGETATIVE ROOF AREAS SHALL NOT HAVE PUBLIC ACCESS WHEREAS THE TREE PITS SHALL BE PROVIDED WITH A GRATE OR FENCE TO PREVENT PEDESTRIAN CONFLICTS. INTENSIVE GREEN ROOFS AND STORMWATER PLANTERS WILL BE DESIGNED AS PART OF ROOFTOP AND AT GRADE AMENITIES AND WILL NOT CREATE A SAFETY CONCERN.

> CERTAIN PFM REQUIREMENTS SHALL NEED TO BE WAIVED IN ORDER TO MEET THE OVERALL CONCEPT OF THE PFC COMPREHENSIVE PLAN. A DETAILED LIST OF WAIVERS IS AS FOLLOWS:

1. A WAIVER OF PFM SECTION 6-1304.2F TO REDUCE THE MINIMUM HORIZONTAL SETBACKS FROM BUILDING FOUNDATIONS IN ORDER TO FACILITATE INSTALLATION OF THE PERMEABLE PAVEMENT SYSTEM SET FORTH IN THE TYSONS CORNER DESIGN GUIDELINES.
2. ALL REQUESTED DEVIATIONS OF PFM SECTION 6-1307.2E TO SET THE MINIMUM HORIZONTAL SETBACKS FROM BUILDING FOUNDATIONS BE REDUCED TO FOUR (4) FEET IN ORDER TO FACILITATE INSTALLATION OF BIO-RETENTION SYSTEMS IN AN URBAN ENVIRONMENT SET FORTH IN THE TYSONS CORNER DESIGN GUIDELINES.

DESIGN OF BEST MANAGEMENT PRACTICES

• INFILTRATION BMP'S

THERE ARE NO INFILTRATION BMP'S PROPOSED WITH THIS APPLICATION. THIS IS DUE TO THE FACT THAT INFILTRATION IS NOT FEASIBLE ON 81% OF THE PROPOSED BUILDING DGA AREA DUE TO UNDERGROUND GARAGES AND ROADWAYS. INFILTRATION IS IMPRACTICABLE BECAUSE OF LIMITED CONTIGUOUS AREAS ON THE REMAINING 19% OF THE SITE AREA FOR PRACTICES DUE TO PROPOSED UTILITIES, VAULTS, AND STREETS/SCAPE. ALL RUNOFF REDUCTION SHALL BE CONTROLLED BY URBAN BIO-RETENTION, PERMEABLE PAVEMENT (LEVEL 1), AND VEGETATIVE ROOF SYSTEMS. THE EXISTING AREAS ON THE REST OF THE SITE (2.62 AC) HAVE BEEN IMPROVED BY THE ADDITION OF PERVIOUS AREAS AND URBAN BIO-RETENTION (TREE DCA PLYERS).

• BARRIAGE HARVESTING

RAINWATER HARVESTING HAS NOT BEEN PROVIDED WITH THIS SITE. BUILDING DGA IS RESIDENTIAL AND WILL HAVE A MINIMAL COOLING TOWER DEMAND.

• RUNOFF REDUCTION PRACTICES

THE PROPOSED RUNOFF REDUCTION PRACTICES SHALL INCLUDE VEGETATIVE ROOFS, PERMEABLE PAVEMENT (LEVEL 1) AND URBAN BIO-RETENTION (TREE PITS AND STORMWATER PLANTERS). BELOW IS A BREAKDOWN OF THE RUNOFF REDUCTION PRACTICES ITEMS ON THE STORMWATER CONFORMANCE CHECK LIST:

> RUNOFF REDUCTION BMP'S IN THE FORM OF URBAN BIO-RETENTION (TREE PITS AND STORMWATER PLANTERS) SHALL BE PROVIDED WITH URBAN-DRAINING AND A SUBSURFACE STONE LAYER AS DETAILED IN DCR SPEC#9

> THE BIO-RETENTION TREE PITS AND STORMWATER PLANTERS SHALL CONFORM TO DCR SPEC#9 WITH MODIFICATIONS REQUIRED BY THE URBAN NATURE OF THE SITE. THE EXTENSIVE VEGETATIVE ROOF SYSTEM SHALL CONFORM TO DCR SPEC #5. THE PERMEABLE PAVEMENT SHALL CONFORM TO DCR SPEC #7.

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 SITE DGA
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 Tysons Corner, VA 22102

REGISTERED PROFESSIONAL ENGINEER
 STORMWATER MANAGEMENT
 BMP NARRATIVE

C.11

FOR PROFESSIONAL ENGINEER
 PURPOSES ONLY
 NOT FOR CONSTRUCTION
 REGULATORY PURPOSES

DATE: 08/11/2015
 TIME: 10:00 AM

PART I: LEED COMPUTATIONS

THESE LEED COMPUTATIONS ARE BASED UPON A LEED BOUNDARY OF 1.87 ACRES. THIS BOUNDARY DOES NOT INCLUDE THE BUILDING THAT IS TO BE BUILT IN THE EXISTING CONDITION. PLEASE NOTE THAT AT THIS DESIGN THE BOUNDARY MAY CHANGE BASED UPON LEED REQUIREMENTS.

PROPERTY	CONCRETE	ASPHALT	PAVEMENT	GRAVEL	WOOD	OTHER	PERCENT
PERCENT	10	10	10	10	10	10	10
PERCENT	10	10	10	10	10	10	10
PERCENT	10	10	10	10	10	10	10

PERCENT	1	2	3	4	5	6	7	8	9	10
PERCENT	1	2	3	4	5	6	7	8	9	10
PERCENT	1	2	3	4	5	6	7	8	9	10

TOTAL RUNOFF VOLUME LEADING CONDITIONS:
 2 YR: 1.87 AC x (2.86 IN / 12 IN/FT) x 43,560 SQ FT/AC = 18,414 CF

PERCENT	1	2	3	4	5	6	7	8	9	10
PERCENT	1	2	3	4	5	6	7	8	9	10
PERCENT	1	2	3	4	5	6	7	8	9	10

TOTAL RUNOFF VOLUME (REDUCED CONDITIONS):
 2 YR: 1.87 AC x (2.45 IN / 12 IN/FT) x 43,560 SQ FT/AC = 16,631 CF

TOTAL RUNOFF VOLUME (ALLOWABLE RELEASE):
 PER LEED, POST-DEVELOPMENT VOLUME FOR THE 2 YEAR STORM MUST NOT EXCEED 75% OF THE EXISTING CONDITIONS VOLUME.

2 YR: 16,631 CF - (0.75) x 18,414 CF = 2,071 CF

REDUCTION TAKEN FOR BMP STORAGE:
 STORAGE PLANTERS = 1,500 CF
 TREE PL STORAGE = 8,808 CF
 PERMEABLE PAVEMENT = 215 CF
 TOTAL BMP STORAGE = 14,724 CF

2,071 - 14,724 = LESS THAN 0. THEREFORE LEED IS MET

PART III: PFM COMPLIANCE

PERCENT	1	2	3	4	5	6	7	8	9	10
PERCENT	1	2	3	4	5	6	7	8	9	10
PERCENT	1	2	3	4	5	6	7	8	9	10

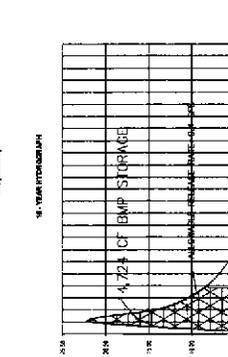
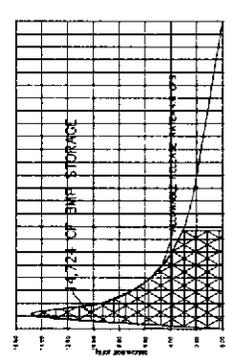
ALLOWABLE RELEASE:
 THE COMPARISON OF THE ALLOWABLE RELEASE FOR THE 2 YEAR STORM (16,631 CF) AND THE 15 MIN DESIGN STORM (18,414 CF) RESULTS IN A TOTAL (EQUAL TO OR LESS THAN THE EXISTING CONDITION) PFM RELEASE RATE OF 18,414 CF.

EXISTING CONDITIONS ALLOWABLE RELEASE (FOR THE 2 YEAR STORM):
 18,414 CF x 0.75 = 13,810 CF

EXISTING CONDITIONS ALLOWABLE RELEASE (FOR THE 15 MIN DESIGN STORM):
 18,414 CF x 0.75 = 13,810 CF

EXISTING CONDITIONS ALLOWABLE RELEASE (FOR THE 15 MIN DESIGN STORM):
 18,414 CF x 0.75 = 13,810 CF

EXISTING CONDITIONS ALLOWABLE RELEASE (FOR THE 15 MIN DESIGN STORM):
 18,414 CF x 0.75 = 13,810 CF



BMP SIZING COMPS

PERCENT	1	2	3	4	5	6	7	8	9	10
PERCENT	1	2	3	4	5	6	7	8	9	10
PERCENT	1	2	3	4	5	6	7	8	9	10

Notes: Storm based on 2 Year Storm 2
 15-Min Storm 15-Min Storm 15
 15-Min Storm 15-Min Storm 15

PERCENT	1	2	3	4	5	6	7	8	9	10
PERCENT	1	2	3	4	5	6	7	8	9	10
PERCENT	1	2	3	4	5	6	7	8	9	10

Notes: Storm based on 2 Year Storm 2
 15-Min Storm 15-Min Storm 15
 15-Min Storm 15-Min Storm 15

PERCENT	1	2	3	4	5	6	7	8	9	10
PERCENT	1	2	3	4	5	6	7	8	9	10
PERCENT	1	2	3	4	5	6	7	8	9	10

Notes: Storm based on 2 Year Storm 2
 15-Min Storm 15-Min Storm 15
 15-Min Storm 15-Min Storm 15

Notes: Storm based on 2 Year Storm 2
 15-Min Storm 15-Min Storm 15
 15-Min Storm 15-Min Storm 15

Notes: Storm based on 2 Year Storm 2
 15-Min Storm 15-Min Storm 15
 15-Min Storm 15-Min Storm 15

Notes: Storm based on 2 Year Storm 2
 15-Min Storm 15-Min Storm 15
 15-Min Storm 15-Min Storm 15

Notes: Storm based on 2 Year Storm 2
 15-Min Storm 15-Min Storm 15
 15-Min Storm 15-Min Storm 15

Notes: Storm based on 2 Year Storm 2
 15-Min Storm 15-Min Storm 15
 15-Min Storm 15-Min Storm 15

PERCENT	1	2	3	4	5	6	7	8	9	10
PERCENT	1	2	3	4	5	6	7	8	9	10
PERCENT	1	2	3	4	5	6	7	8	9	10

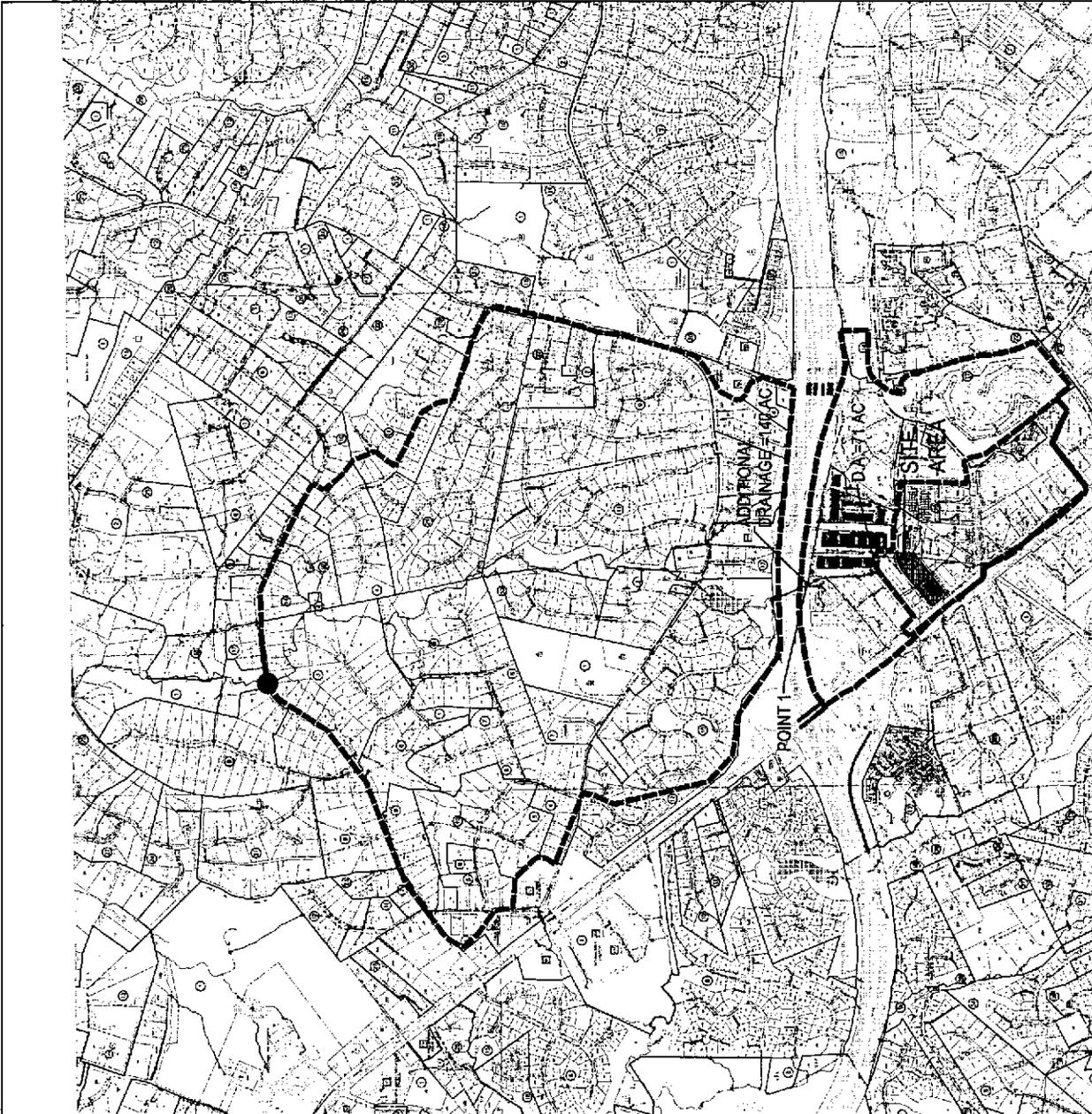
PERCENT	1	2	3	4	5	6	7	8	9	10
PERCENT	1	2	3	4	5	6	7	8	9	10
PERCENT	1	2	3	4	5	6	7	8	9	10

PERCENT	1	2	3	4	5	6	7	8	9	10
PERCENT	1	2	3	4	5	6	7	8	9	10
PERCENT	1	2	3	4	5	6	7	8	9	10

PERCENT	1	2	3	4	5	6	7	8	9	10
PERCENT	1	2	3	4	5	6	7	8	9	10
PERCENT	1	2	3	4	5	6	7	8	9	10

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PERCENT	1	2	3	4	5	6	7	8	9	10
PERCENT	1	2	3	4	5	6	7	8	9	10

PERCENT	1	2	3	4	5	6	7	8	9	10
PERCENT	1	2	3	4	5	6	7	8	9	10
PERCENT	1	2	3	4	5	6	7	8	9	10



GENERAL DESCRIPTIONS

THE WATERED MAP INCLUDES THE TOP SITE AREA PLUS CONTIGUOUS AREAS AS SHOWN ON THE PLAN. THE SITE AREA IS THE COMBINED OF THE NORTH AND SOUTH LOTS. THE SITE AREA IS A PART OF THE COMBINED SYSTEM FORMING NORTH AND SOUTH LOTS. THE COMBINED SYSTEM FORMING NORTH AND SOUTH LOTS IS APPROXIMATELY 777 ACRES UNDER THE DRAINS CONTAINING ABOUT 1000 PUMP AT THE DRAINS ACCESS ROAD. THE DRAINS ACCESS ROAD IS APPROXIMATELY 100 FEET WIDE AND IS CONNECTED TO EXISTING REGIONAL ROAD 3-47 (STATE HIGHWAY 100). THE PUMP OUTFALLS INTO REGIONAL ROAD CONTAINING NORTH TO A POINT THAT HAS A SQUARE MILE (840 ACRES). PLEASE NOTE THAT AT THE PLAN IT IS INDICATED THAT THE CENTER OF THE JUDICIAL SURVEY SHOULD BE APPROXIMATELY 1/4 MILE (100 ACRES) WHICH IS NEARLY THE CENTER OF THE SURVEY.

LEGEND:

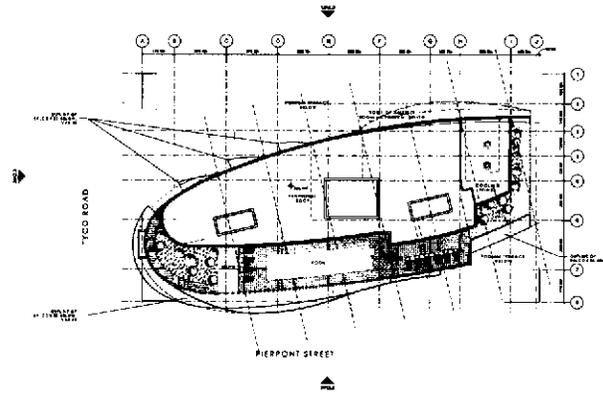
- DENOTES SITE AREA
- DRAINAGE LINE

GRAPHIC SCALE

1 inch = 1000 feet

NOTES:

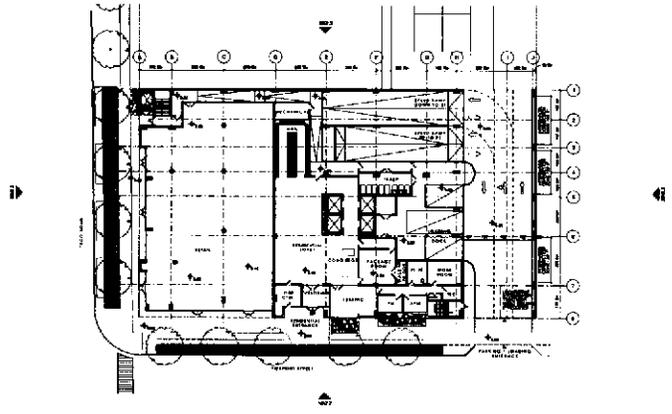
1. MAXIMUM BUILDING HEIGHTS INCLUDE PENHOUSE AND ARCHITECTURAL FEATURES
2. REFER TO LANDSCAPE DRAWINGS FOR THE GENERAL DESIGN FOR THE ROOF, AREA AND S' TERRACES.
3. REFER TO CIVIL DRAWINGS FOR THE SWM DESIGN, STREET DESIGN AND SECTIONS.
4. THE CONFIGURATION OF INTERIOR SPACES AS SHOWN ARE CONCEPTUAL AND SUBJECT TO FINAL ARCHITECTURAL AND ENGINEERING DESIGN.
5. ELEVATIONS ARE ILLUSTRATIVE AND ALL BUILDING MATERIALS ARE SUBJECT TO CHANGE PROVIDED THAT THE GENERAL QUALITY AND CHARACTERISTICS ARE MAINTAINED.



ROOF PLAN

1" = 30'-0"

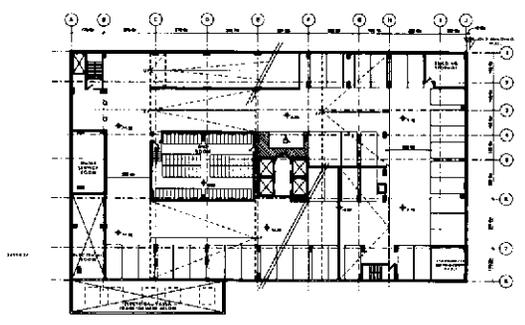
3



GROUND FLOOR

1" = 30'-0"

2



LEVEL B1
BELOW GRADE PARKING

1" = 30'-0"

1

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 www.mteda.com

BUILDING PLANS 1 - 10

A2.0

BIL ARCHITECTS
 11111 11111
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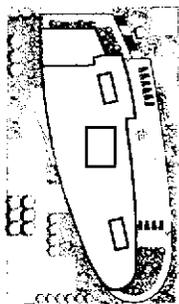
TRACY GARCIA, AIA
 11111 11111
 11111 11111
 11111 11111

PAUL PEREZ, AIA
 11111 11111
 11111 11111
 11111 11111

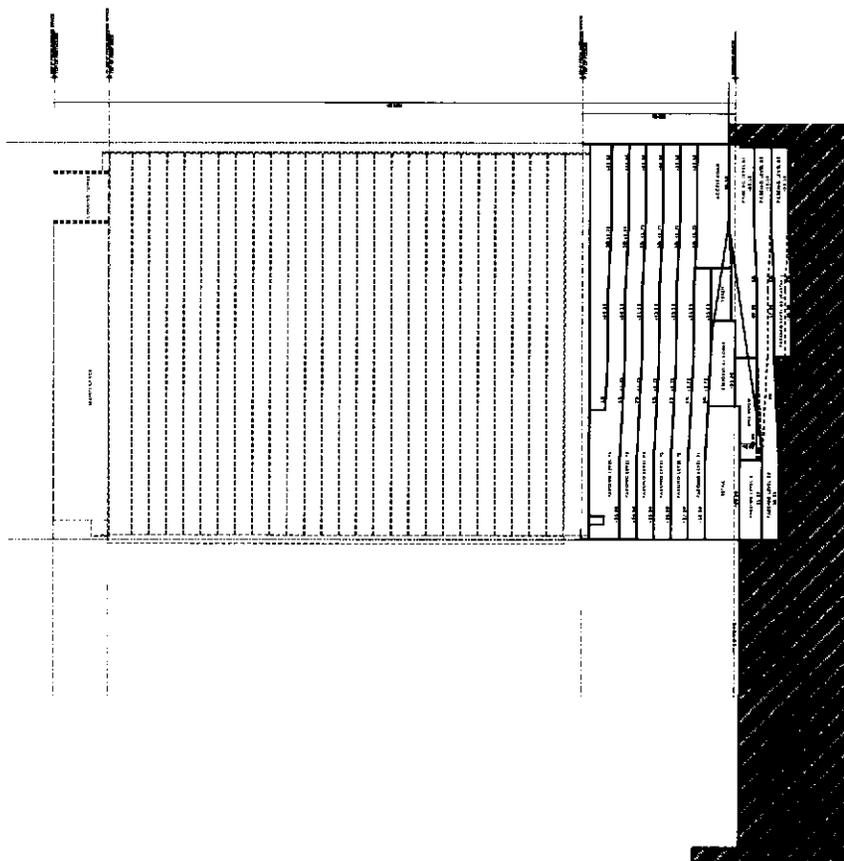
WILLIAM BRIDGEMAN, INC.
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WILLIAM BRIDGEMAN, INC.
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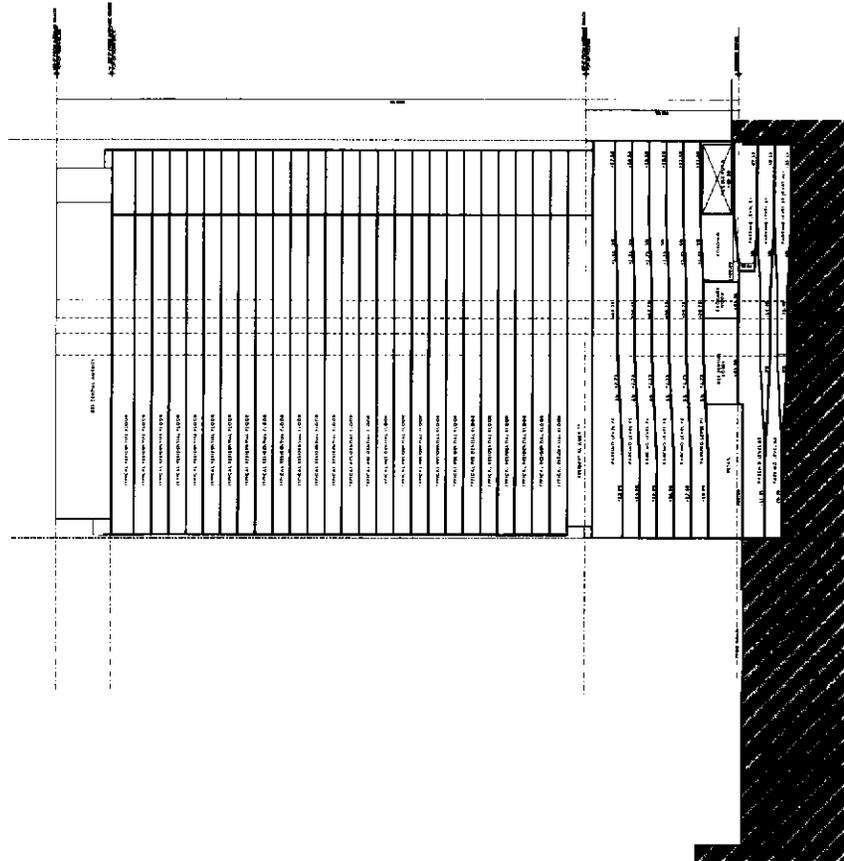
- NOTES:**
1. MAXIMUM FLOORING HEIGHTS INCLUDE FENESTRAE AND ARCHITECTURAL FEATURES.
 2. REFER TO LARGER DRAWINGS FOR THE RETURN OF THE FLOORING TO THE STREET LEVELS.
 3. REFER TO CIVIL DRAWINGS FOR THE FINISH STREET DESIGN AND SECTION.
 4. THE CONFIGURATION OF INTERIOR SPACES AS SHOWN ARE TO BE USED TO DETERMINE THE FINISH ARCHITECTURAL AND ENGINEERING DESIGN TO FINAL ARCHITECTURAL AND ENGINEERING DESIGN.
 5. ELEVATIONS ARE ILLUSTRATIVE AND ALL BUILDING MATERIALS AND FINISHES TO BE DETERMINED AT THE GENERAL QUALITY AND SUBJECT TO OWNER'S APPROVAL.



SECTION B-B
 VIEW NORTH
 1" = 40'-0"



SECTION B-B
 VIEW NORTH
 1" = 40'-0"



SECTION A-A
 VIEW NORTH
 1" = 30'-0"

A2.1

SECTION

1

2

1" = 30'-0"

1" = 40'-0"

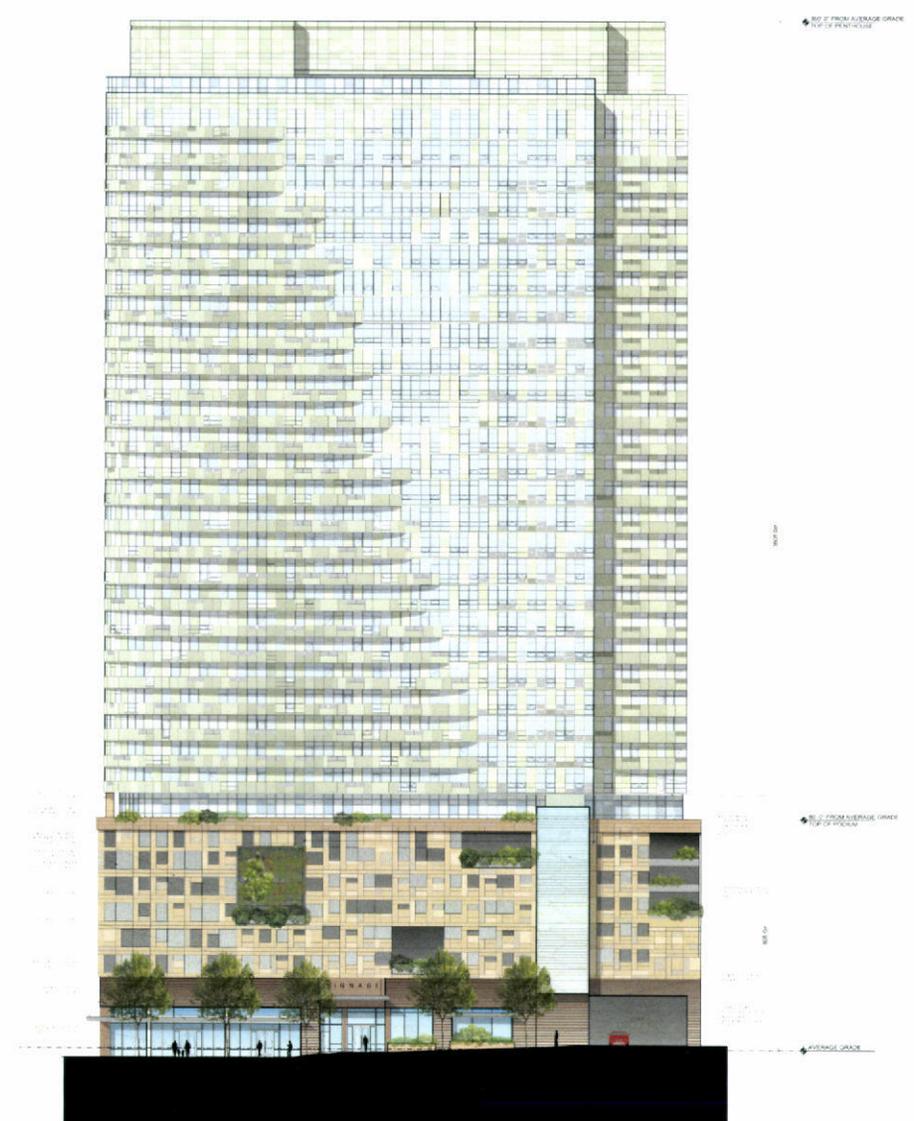
NOTES:

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WEST ELEVATION

1" = 20'-0"
2



SOUTH ELEVATION

1" = 20'-0"
1

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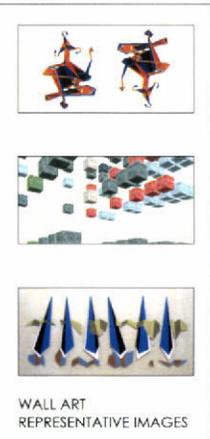
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 TEL: 703.261.1000
 WWW.SITEDSA.COM

ILLUSTRATIVE ELEVATIONS

A2.3

NOTES:

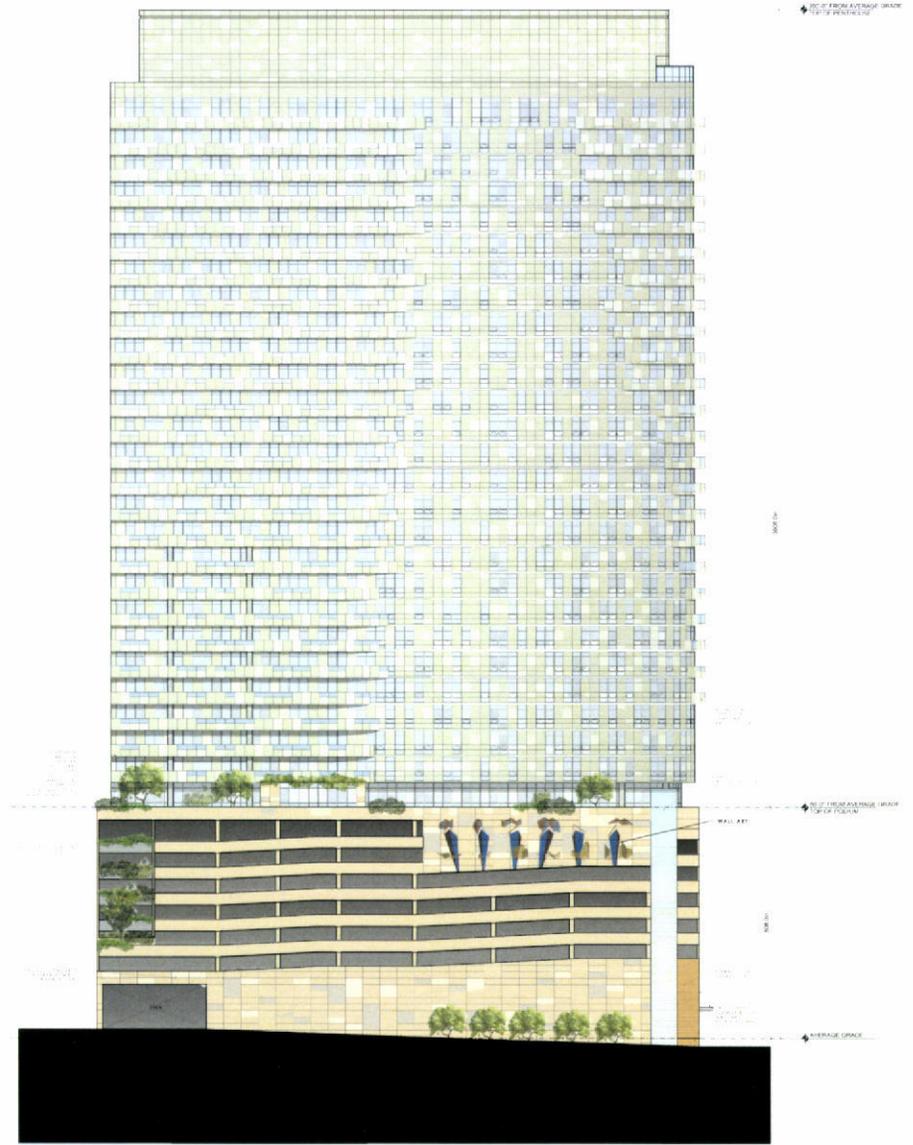
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EAST ELEVATION

1" = 20'-0"

2



NORTH ELEVATION

1" = 20'-0"

1

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DATE
 01/15/2024

PROJECT
 THE GARDENS AT SPRING HILL

REVISIONS

NO.	DATE	DESCRIPTION
1	01/15/2024	ISSUED FOR PERMIT

SCALE
 1" = 20'-0"

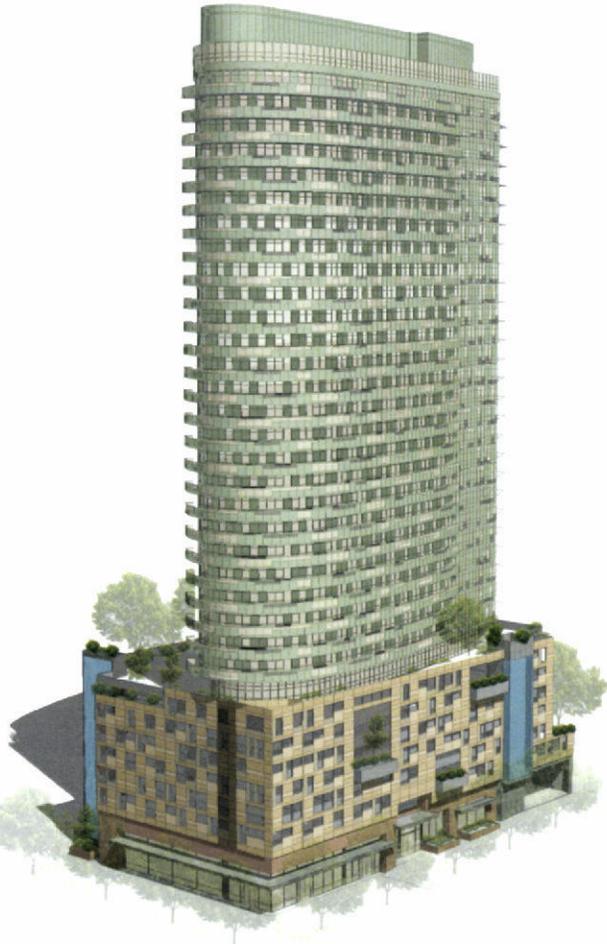
PROJECT LOCATION
 1000 Spring Hill Street
 Tysons Corner, VA 22102

ILLUSTRATIVE ELEVATION

A2.4

NOTES:

1. MAXIMUM BUILDING HEIGHTS INCLUDE PENTHOUSE AND ARCHITECTURAL FEATURES.
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5. ELEVATIONS ARE ILLUSTRATIVE AND ALL BUILDING MATERIALS ARE SUBJECT TO CHANGE PROVIDED THAT THE GENERAL QUALITY AND CHARACTERISTICS ARE MAINTAINED.



ALTERNATIVE SCHEME: 18 RESIDENTIAL FLOORS

4 FULL SIZE SCHEME: 27 RESIDENTIAL FLOORS

3



SOUTHWEST CORNER, ENLARGED VIEW AT BASE

2

1

SOUTHWEST CORNER, OVERALL VIEW

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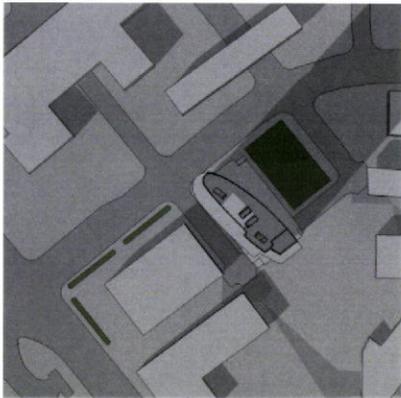
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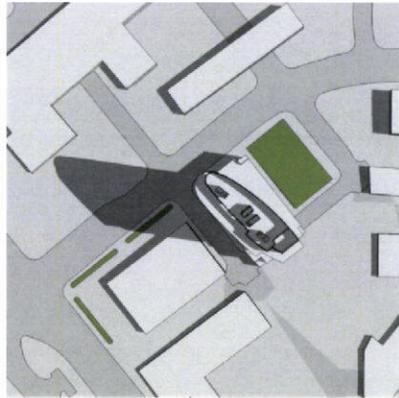
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ILLUSTRATIVE PERSPECTIVES

A2.5



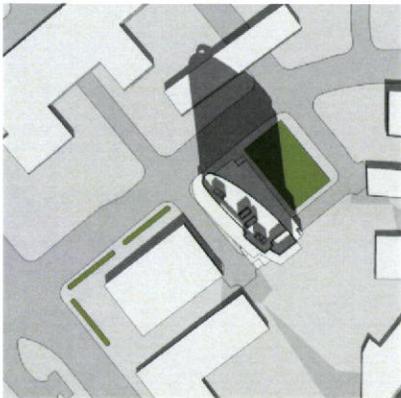
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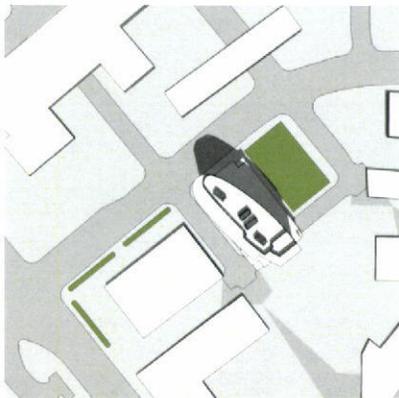
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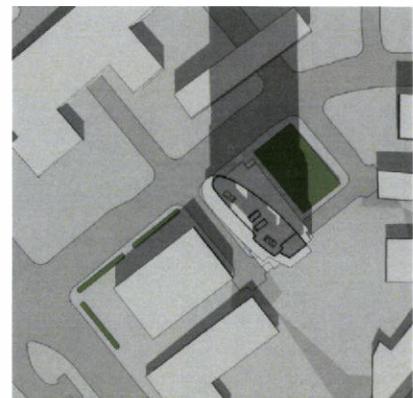
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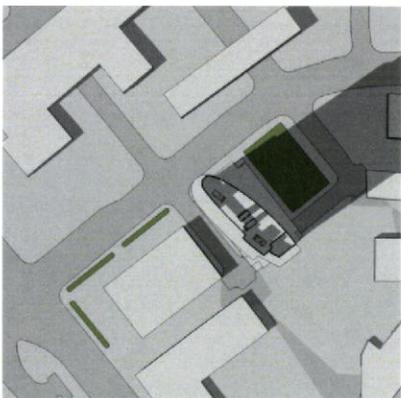
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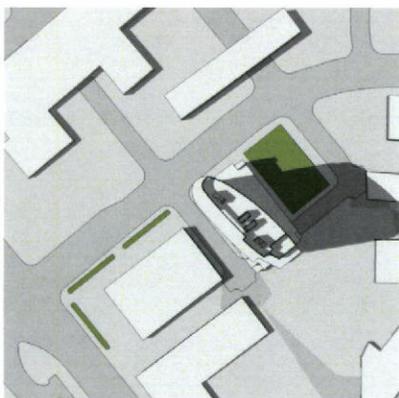
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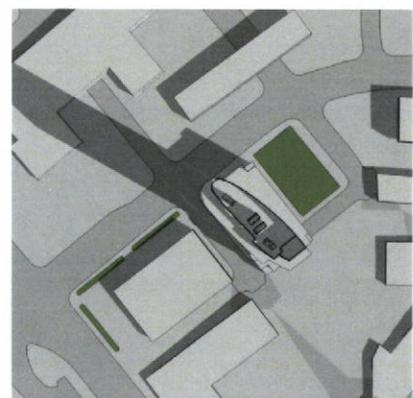
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MARCH 21 - 03:00 PM



JUNE 21 - 03:00 PM



DECEMBER 21 - 03:00 PM

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 Tyrone Corner, VA 22102

SOLAR STUDIES

A2.6



- TREE SYMBOL LEGEND**
- CATEGORY IV
DECIDUOUS TREES
 - CATEGORY III
DECIDUOUS TREES
 - CATEGORY II
DECIDUOUS TREES
 - CATEGORY I
EVGOREICH TREES
 - CATEGORY II
EVERGREEN TREES

SEE SHEETS L1.05, L1.06, L1.07 & L1.08 FOR LANDSCAPE PLANS OF BUILDING D2A

SEE SHEETS L1.04, L1.12 & L1.13 FOR INTERIM LANDSCAPE PLAN OPTIONS OF FDP AREA

THE PLAN SHOWN IS CONCEPTUAL AND MAY BE MODIFIED SUBJECT TO FINAL DEVELOPMENT PLAN APPROVAL



NOTE: THE PLANT SCHEDULES SHOWN HERE ARE FOR INFORMATIONAL PURPOSES ONLY.

SEE SHEET L1.03 FOR D2A PLANT SCHEDULE AND LANDSCAPE COMPUTATIONS

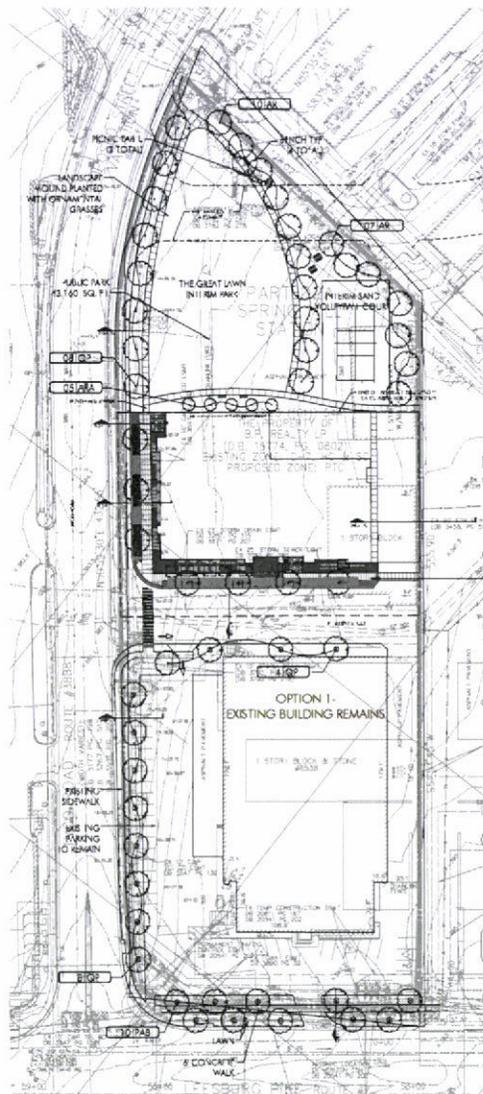
NEIGHBORHOOD 1, 2 & 3 LANDSCAPE PLAN

CONCEPTUAL PLAN FOR NEIGHBORHOOD 1 - NEIGHBORHOOD 1

ITEM	DESCRIPTION	PLANT CODE	QUANTITY	PLANT SIZE	PLANT TYPE	PLANT SPECIES
1.1	Planting Area	1.1.1	100	12"	Deciduous	Quercus
1.2	Planting Area	1.1.2	50	18"	Deciduous	Fraxinus
1.3	Planting Area	1.1.3	25	24"	Deciduous	Liquidambar
1.4	Planting Area	1.1.4	15	36"	Deciduous	Aster
1.5	Planting Area	1.1.5	10	48"	Deciduous	Platanus
1.6	Planting Area	1.1.6	5	60"	Deciduous	Alnus
1.7	Planting Area	1.1.7	5	72"	Deciduous	Prunus
1.8	Planting Area	1.1.8	5	84"	Deciduous	Salix
1.9	Planting Area	1.1.9	5	96"	Deciduous	Ulmus
1.10	Planting Area	1.1.10	5	108"	Deciduous	Populus
1.11	Planting Area	1.1.11	5	120"	Deciduous	Hamamelis
1.12	Planting Area	1.1.12	5	132"	Deciduous	Thuja
1.13	Planting Area	1.1.13	5	144"	Deciduous	Juniperus
1.14	Planting Area	1.1.14	5	156"	Deciduous	Thuja
1.15	Planting Area	1.1.15	5	168"	Deciduous	Juniperus
1.16	Planting Area	1.1.16	5	180"	Deciduous	Thuja
1.17	Planting Area	1.1.17	5	192"	Deciduous	Juniperus
1.18	Planting Area	1.1.18	5	204"	Deciduous	Thuja
1.19	Planting Area	1.1.19	5	216"	Deciduous	Juniperus
1.20	Planting Area	1.1.20	5	228"	Deciduous	Thuja
1.21	Planting Area	1.1.21	5	240"	Deciduous	Juniperus
1.22	Planting Area	1.1.22	5	252"	Deciduous	Thuja
1.23	Planting Area	1.1.23	5	264"	Deciduous	Juniperus
1.24	Planting Area	1.1.24	5	276"	Deciduous	Thuja
1.25	Planting Area	1.1.25	5	288"	Deciduous	Juniperus
1.26	Planting Area	1.1.26	5	300"	Deciduous	Thuja
1.27	Planting Area	1.1.27	5	312"	Deciduous	Juniperus
1.28	Planting Area	1.1.28	5	324"	Deciduous	Thuja
1.29	Planting Area	1.1.29	5	336"	Deciduous	Juniperus
1.30	Planting Area	1.1.30	5	348"	Deciduous	Thuja
1.31	Planting Area	1.1.31	5	360"	Deciduous	Juniperus
1.32	Planting Area	1.1.32	5	372"	Deciduous	Thuja
1.33	Planting Area	1.1.33	5	384"	Deciduous	Juniperus
1.34	Planting Area	1.1.34	5	396"	Deciduous	Thuja
1.35	Planting Area	1.1.35	5	408"	Deciduous	Juniperus
1.36	Planting Area	1.1.36	5	420"	Deciduous	Thuja
1.37	Planting Area	1.1.37	5	432"	Deciduous	Juniperus
1.38	Planting Area	1.1.38	5	444"	Deciduous	Thuja
1.39	Planting Area	1.1.39	5	456"	Deciduous	Juniperus
1.40	Planting Area	1.1.40	5	468"	Deciduous	Thuja
1.41	Planting Area	1.1.41	5	480"	Deciduous	Juniperus
1.42	Planting Area	1.1.42	5	492"	Deciduous	Thuja
1.43	Planting Area	1.1.43	5	504"	Deciduous	Juniperus
1.44	Planting Area	1.1.44	5	516"	Deciduous	Thuja
1.45	Planting Area	1.1.45	5	528"	Deciduous	Juniperus
1.46	Planting Area	1.1.46	5	540"	Deciduous	Thuja
1.47	Planting Area	1.1.47	5	552"	Deciduous	Juniperus
1.48	Planting Area	1.1.48	5	564"	Deciduous	Thuja
1.49	Planting Area	1.1.49	5	576"	Deciduous	Juniperus
1.50	Planting Area	1.1.50	5	588"	Deciduous	Thuja
1.51	Planting Area	1.1.51	5	600"	Deciduous	Juniperus
1.52	Planting Area	1.1.52	5	612"	Deciduous	Thuja
1.53	Planting Area	1.1.53	5	624"	Deciduous	Juniperus
1.54	Planting Area	1.1.54	5	636"	Deciduous	Thuja
1.55	Planting Area	1.1.55	5	648"	Deciduous	Juniperus
1.56	Planting Area	1.1.56	5	660"	Deciduous	Thuja
1.57	Planting Area	1.1.57	5	672"	Deciduous	Juniperus
1.58	Planting Area	1.1.58	5	684"	Deciduous	Thuja
1.59	Planting Area	1.1.59	5	696"	Deciduous	Juniperus
1.60	Planting Area	1.1.60	5	708"	Deciduous	Thuja
1.61	Planting Area	1.1.61	5	720"	Deciduous	Juniperus
1.62	Planting Area	1.1.62	5	732"	Deciduous	Thuja
1.63	Planting Area	1.1.63	5	744"	Deciduous	Juniperus
1.64	Planting Area	1.1.64	5	756"	Deciduous	Thuja
1.65	Planting Area	1.1.65	5	768"	Deciduous	Juniperus
1.66	Planting Area	1.1.66	5	780"	Deciduous	Thuja
1.67	Planting Area	1.1.67	5	792"	Deciduous	Juniperus
1.68	Planting Area	1.1.68	5	804"	Deciduous	Thuja
1.69	Planting Area	1.1.69	5	816"	Deciduous	Juniperus
1.70	Planting Area	1.1.70	5	828"	Deciduous	Thuja
1.71	Planting Area	1.1.71	5	840"	Deciduous	Juniperus
1.72	Planting Area	1.1.72	5	852"	Deciduous	Thuja
1.73	Planting Area	1.1.73	5	864"	Deciduous	Juniperus
1.74	Planting Area	1.1.74	5	876"	Deciduous	Thuja
1.75	Planting Area	1.1.75	5	888"	Deciduous	Juniperus
1.76	Planting Area	1.1.76	5	900"	Deciduous	Thuja
1.77	Planting Area	1.1.77	5	912"	Deciduous	Juniperus
1.78	Planting Area	1.1.78	5	924"	Deciduous	Thuja
1.79	Planting Area	1.1.79	5	936"	Deciduous	Juniperus
1.80	Planting Area	1.1.80	5	948"	Deciduous	Thuja
1.81	Planting Area	1.1.81	5	960"	Deciduous	Juniperus
1.82	Planting Area	1.1.82	5	972"	Deciduous	Thuja
1.83	Planting Area	1.1.83	5	984"	Deciduous	Juniperus
1.84	Planting Area	1.1.84	5	996"	Deciduous	Thuja
1.85	Planting Area	1.1.85	5	1008"	Deciduous	Juniperus
1.86	Planting Area	1.1.86	5	1020"	Deciduous	Thuja
1.87	Planting Area	1.1.87	5	1032"	Deciduous	Juniperus
1.88	Planting Area	1.1.88	5	1044"	Deciduous	Thuja
1.89	Planting Area	1.1.89	5	1056"	Deciduous	Juniperus
1.90	Planting Area	1.1.90	5	1068"	Deciduous	Thuja
1.91	Planting Area	1.1.91	5	1080"	Deciduous	Juniperus
1.92	Planting Area	1.1.92	5	1092"	Deciduous	Thuja
1.93	Planting Area	1.1.93	5	1104"	Deciduous	Juniperus
1.94	Planting Area	1.1.94	5	1116"	Deciduous	Thuja
1.95	Planting Area	1.1.95	5	1128"	Deciduous	Juniperus
1.96	Planting Area	1.1.96	5	1140"	Deciduous	Thuja
1.97	Planting Area	1.1.97	5	1152"	Deciduous	Juniperus
1.98	Planting Area	1.1.98	5	1164"	Deciduous	Thuja
1.99	Planting Area	1.1.99	5	1176"	Deciduous	Juniperus
2.00	Planting Area	1.1.100	5	1188"	Deciduous	Thuja

CONCEPTUAL PLAN FOR NEIGHBORHOOD 2 - NEIGHBORHOOD 2

ITEM	DESCRIPTION	PLANT CODE	QUANTITY	PLANT SIZE	PLANT TYPE	PLANT SPECIES
2.1	Planting Area	2.1.1	100	12"	Deciduous	Quercus
2.2	Planting Area	2.1.2	50	18"	Deciduous	Fraxinus
2.3	Planting Area	2.1.3	25	24"	Deciduous	Liquidambar
2.4	Planting Area	2.1.4	15	36"	Deciduous	Aster
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2.59	Planting Area	2.1.59	5	696"	Deciduous	Juniperus



01 INTERIM LANDSCAPE PLAN
SCALE: 1" = 40'-0"

INTERIM PLANT SCHEDULE

KEY BOTANICAL NAME	COMMON NAME	DBL. STOCK SIZE	STOCK TYPE	18" X 18" TREE	TREE CANOPY	REMARKS
		DBL. STOCK SIZE	STOCK TYPE	CANOPY SQ. FT.	SUB-TOTAL SQ. FT.	
14	Tree (Total)	17	2" x 11"	555	350	1,005
15	Medium Columnar	2	2" x 11"	555	75	75
16	Medium Columnar	2	2" x 11"	555	75	75
17	Medium Columnar	12	2" x 11"	555	360	360
18	Medium Columnar	22	2" x 11"	555	360	360
19	Medium Columnar	4	2" x 11"	555	360	360
TOTAL 18" X 18" TREE CANOPY PROVIDED BY PLANTING					1,005	

NOTE: Selection of plant schedule is based on the site conditions for the final planting schedule. Selection may vary depending on final design and availability.

02 PLANT SCHEDULE FOR FDP AREA OUTSIDE OF D2A SITE

- LANDSCAPE NOTES:**
1. THE PROPOSED LANDSCAPE WILL BE USED TO MEET THE MINIMUM TREE COVER REQUIREMENTS. LOCATIONS, SPECIES AND QUANTITIES MAY BE ADJUSTED WITH FINAL DESIGN.
 2. THE LANDSCAPE TREATMENT, DESIGN FEATURES, AND DETAILS MAY CHANGE WITH FINAL DESIGN PROVIDED THAT THE USE OF THE SPACE AND THE CHARACTER AND QUALITY OF THE FEATURES AND PLANTINGS REMAIN IN SUBSTANTIAL CONFORMANCE WITH THAT SHOWN.
 3. UTILITY LOCATIONS SHOWN HEREON ARE APPROXIMATE. FINAL LOCATIONS TO BE DETERMINED AT SITE PLAN.

- INTERIM LANDSCAPE COMPUTATIONS FOR D2A**
- 1001: INTERIM PARKING LOT LANDSCAPE CALCULATIONS
No Surface Parking Lots
Paved Parking Lot Landscaping Not Required
 - 1002: PERMISSIBLE PARKING LOT LANDSCAPE CALCULATIONS
No Surface Parking Lots
Paved Parking Lot Landscaping Not Required
 - 1003: TRANSFERABLE CROWNING AND SHADING
Primary Building District: PD10C
Adjacent Building District: AD1, CT, PD, PD10C
Transferable Crowning and Shading is Not Required

1004: TREE COVER CALCULATIONS

Code	Description	Area (sq. ft.)	Tree Density	Total Trees
1001	1001: INTERIM PARKING LOT LANDSCAPE CALCULATIONS	0	0	0
1002	1002: PERMISSIBLE PARKING LOT LANDSCAPE CALCULATIONS	0	0	0
1003	1003: TRANSFERABLE CROWNING AND SHADING	0	0	0
TOTAL		0	0	0

1005: TREE COVER CALCULATIONS

Code	Description	Area (sq. ft.)	Tree Density	Total Trees
1001	1001: INTERIM PARKING LOT LANDSCAPE CALCULATIONS	0	0	0
1002	1002: PERMISSIBLE PARKING LOT LANDSCAPE CALCULATIONS	0	0	0
1003	1003: TRANSFERABLE CROWNING AND SHADING	0	0	0
TOTAL		0	0	0

1006: TREE COVER CALCULATIONS

Code	Description	Area (sq. ft.)	Tree Density	Total Trees
1001	1001: INTERIM PARKING LOT LANDSCAPE CALCULATIONS	0	0	0
1002	1002: PERMISSIBLE PARKING LOT LANDSCAPE CALCULATIONS	0	0	0
1003	1003: TRANSFERABLE CROWNING AND SHADING	0	0	0
TOTAL		0	0	0

1007: TREE COVER CALCULATIONS

Code	Description	Area (sq. ft.)	Tree Density	Total Trees
1001	1001: INTERIM PARKING LOT LANDSCAPE CALCULATIONS	0	0	0
1002	1002: PERMISSIBLE PARKING LOT LANDSCAPE CALCULATIONS	0	0	0
1003	1003: TRANSFERABLE CROWNING AND SHADING	0	0	0
TOTAL		0	0	0

ARCHITECTS
 1234 5th Ave
 New York, NY 10001
 Tel: (212) 123-4567
 Fax: (212) 123-4568
 www.architects.com

PROJECT INFORMATION
 Project Name: FDP AREA - OPTION 1
 Project Address: 1234 5th Ave, New York, NY 10001
 Project No: 123456789
 Date: 12/31/2023

DESIGNER
 Name: J. Doe
 Title: Architect
 License No: 123456789

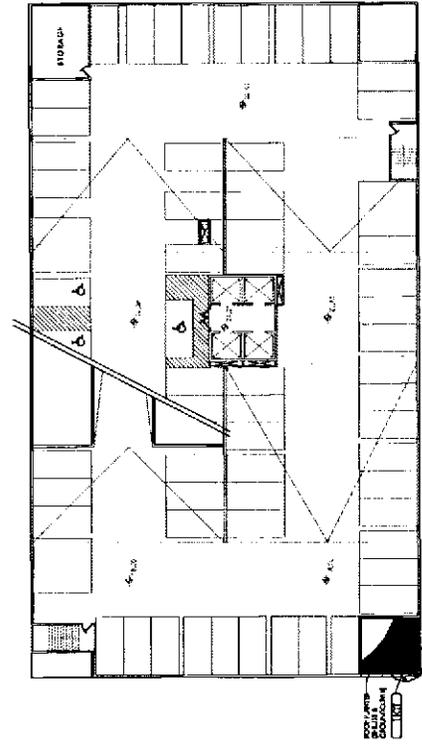
DATE
 12/31/2023

SCALE
 1" = 40'-0"

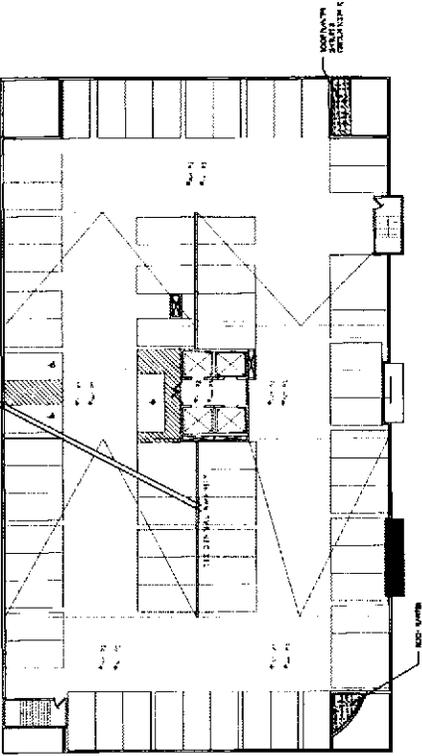
PROJECT LOCATION
 Site D2A
 Spring Hill Station
 Tyson Canyon, VA 22090

LANDSCAPE PLAN
 FDP AREA - OPTION 1

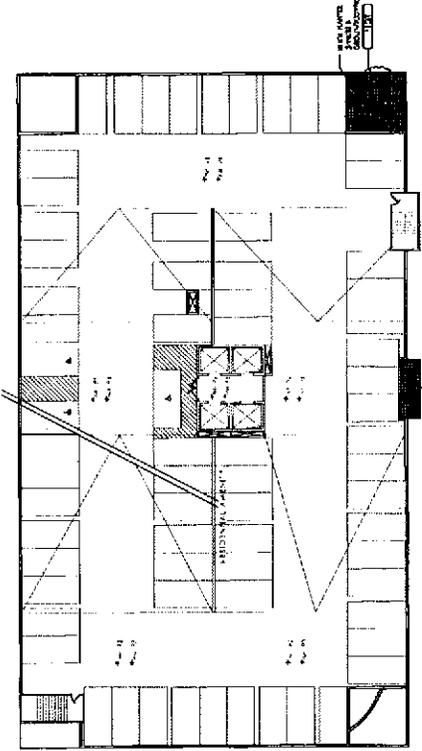
L-1.04



01 LANDSCAPE PLAN - GARAGE 12
SCALE 1/16"=1'-0"



03 LANDSCAPE PLAN - GARAGE 15-6
SCALE 1/16"=1'-0"



02 LANDSCAPE PLAN - GARAGE 13-4
SCALE 1/16"=1'-0"

LANDSCAPE NOTES:

1. THE PROPOSED LANDSCAPE WILL BE USED TO MEET THE MINIMUM TREE COVER REQUIREMENTS FOR THE SITE AS ADJUSTED WITH FINAL DESIGN.
2. THE LANDSCAPE TREATMENT, DESIGN FEATURES, AND MATERIALS SHALL BE SELECTIONS THAT ARE PROVIDED THAT THE USE OF THE SPACE AND THE CHARACTER AND QUALITY OF THE FEATURES AND PLANTINGS REMAIN IN SUBSTANTIAL CONFORMANCE WITH THAT SHOWN.
3. SEE LIST OF PLANTING SCHEDULE

REVISIONS

NO.	DATE	DESCRIPTION
1	10/15/2024	ISSUED FOR PERMIT
2	10/15/2024	REVISED PER COMMENTS
3	10/15/2024	REVISED PER COMMENTS
4	10/15/2024	REVISED PER COMMENTS
5	10/15/2024	REVISED PER COMMENTS
6	10/15/2024	REVISED PER COMMENTS
7	10/15/2024	REVISED PER COMMENTS
8	10/15/2024	REVISED PER COMMENTS
9	10/15/2024	REVISED PER COMMENTS
10	10/15/2024	REVISED PER COMMENTS

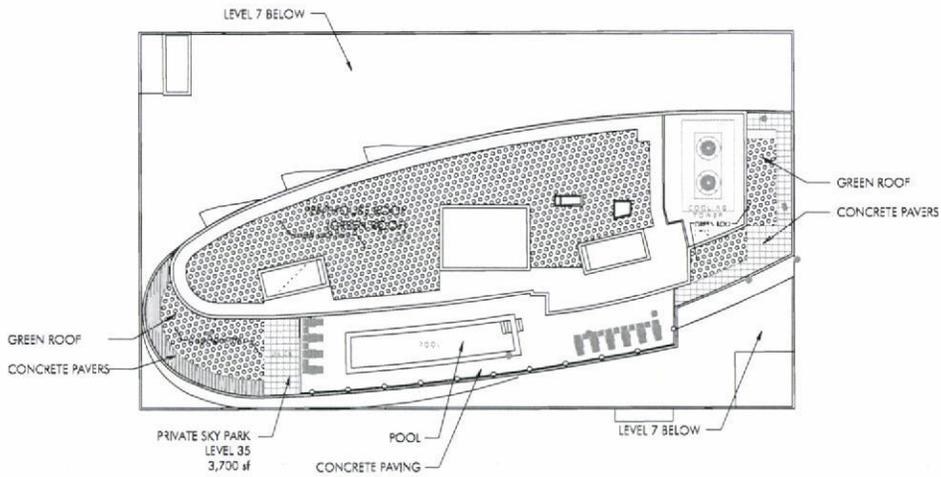
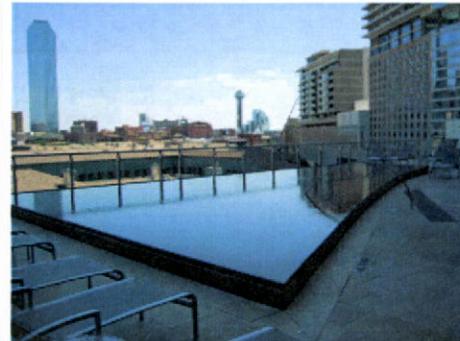
THE BUREAU OF LAND MANAGEMENT
 1000 EAST 10TH AVENUE
 DENVER, CO 80202

DESIGN

PROJECT NO. 2024-001
 SHEET NO. L-1.06

LANDSCAPE PLAN GARAGE LEVEL

L-1.06



01 LANDSCAPE PLAN - ROOF DECK
SCALE: 1/16"=1'-0"

LANDSCAPE NOTES:

1. THE PROPOSED LANDSCAPE WILL BE USED TO MEET THE MINIMUM TREE COVER REQUIREMENTS. LOCATIONS, SPECIES AND QUANTITIES MAY BE ADJUSTED WITH FINAL DESIGN.
2. THE LANDSCAPE TREATMENT, DESIGN FEATURES, AND DETAILS MAY CHANGE WITH FINAL DESIGN PROVIDED THAT THE USE OF THE SPACE AND THE CHARACTER AND QUALITY OF THE FEATURES AND PLANTINGS REMAIN IN SUBSTANTIAL CONFORMANCE WITH THAT SHOWN.

ASL ARCHITECTS
 1000 N. 10th St., Suite 200
 Phoenix, AZ 85004
 Phone: (602) 955-1111
 Fax: (602) 955-1112
 www.aslarchitects.com

PROJECT INFORMATION
 PROJECT NAME: Spring Hill Station
 PROJECT ADDRESS: 1000 N. 10th St., Suite 200
 PHOENIX, AZ 85004
 PROJECT NO.: 2018-001

DESIGNER
 ASL ARCHITECTS
 PROJECT MANAGER: [Name]
 DESIGNER: [Name]

DATE
 10/20/2018

SCALE
 1/16"=1'-0"

DATE
 10/20/2018

PROJECT
 THE BENTLEY GROUP
 1000 N. 10th St., Suite 200
 PHOENIX, AZ 85004

OWNER
 THE BENTLEY GROUP
 1000 N. 10th St., Suite 200
 PHOENIX, AZ 85004

DATE
 10/20/2018

PROJECT
 SITE ODA
 Spring Hill Station
 Phoenix, AZ 85004

DATE
 10/20/2018

SCALE
 1/16"=1'-0"

DATE
 10/20/2018

LANDSCAPE PLAN
 ROOF DECK AMENITY
 & ROOF

L-1.08

SPRING HILL STATION DEMONSTRATION PROJECT PART E

REZONING APPLICATION CONCEPTUAL DEVELOPMENT PLAN

RZ 2010-PR-014-E

PROVIDENCE DISTRICT
FAIRFAX COUNTY, VIRGINIA

DEMONSTRATION PROJECT SUBMISSION JULY 31, 2009

CDP SUBMISSION JUNE 22, 2010

REVISED AUGUST 24 2010

REVISED OCTOBER 14, 2010

AMENDED DECEMBER 20, 2010 - RINALDI ADDITION

REVISED MARCH 18, 2011

REVISED APRIL 25, 2011

REVISED NOVEMBER 30, 2011

REVISED JULY 13, 2012

REVISED OCTOBER 19, 2012

REVISED NOVEMBER 28, 2012

REVISED JANUARY 11, 2013

REVISED JANUARY 28, 2013

OVERALL SHEET INDEX

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- C-2 REZONING KEY MAP CDP PART E
- C-3 CDP NOTES & WAIVERS PART E
- C-3A CDP TABULATIONS PART E
- C-4 EXISTING CONDITIONS PLAN
- C-5 OVERALL CONTEXT PLAN CDP PART E
- C-6 PART E CDP OPTION 1
- C-6A PART E CDP OPTION 2
- C-7 PART E INTERIM STREET LAYOUT
- C-8 PART E STREET SECTION / CIRCULATION PLAN
- C-9 EVM MAP TABULATIONS PART E
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- C-11 STORMWATER MANAGEMENT PLAN
- C-12 SWM NARRATIVE
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- A-20 OVERALL PLAN (OPTION 2 - MAXIMUM RESIDENTIAL)
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- L-2 STREET SECTIONS
- L-3 STREET SECTIONS INTERIM
- L-4 STREET SECTIONS
- L-5 OVERALL PARKS PLAN
- L-6 OVERALL LANDSCAPE PLAN
- L-6A NEIGHBORHOOD 3 SIGHT DISTANCE AND UTILITIES
- L-7 PLANTING DETAILS
- L-8 PARK PLANS
- L-9 SECTION AT BROAD STREET
- L-10 PEDESTRIAN HIERARCHY PLAN
- L-11 PEDESTRIAN AND BICYCLE CIRCULATION



PROJECT CONCEPTUAL RENDERING

RECEIVED
Department of Planning & Zoning

JAN 28 2013

Zoning Evaluation Division



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Spring Hill
Station
PROVIDENCE
DISTRICT
FAIRFAX COUNTY,
VIRGINIA



The Georgelas Group
8405 Greensboro Dr. P130
McLean, VA 22102

CDP	06.22.10
CDP (Resubmission)	08.24.10
CDP (Accepted)	10.14.10
CDP (Revised)	12.20.10
CDP (Revised)	03.18.11
CDP (Revised)	04.25.11
CDP (Revised)	11.30.11
CDP (Revised)	07.13.12
CDP (Revised)	10.18.12
CDP (Revised)	11.28.12
CDP (Revised)	1.11.13
CDP (Revised)	1.28.13

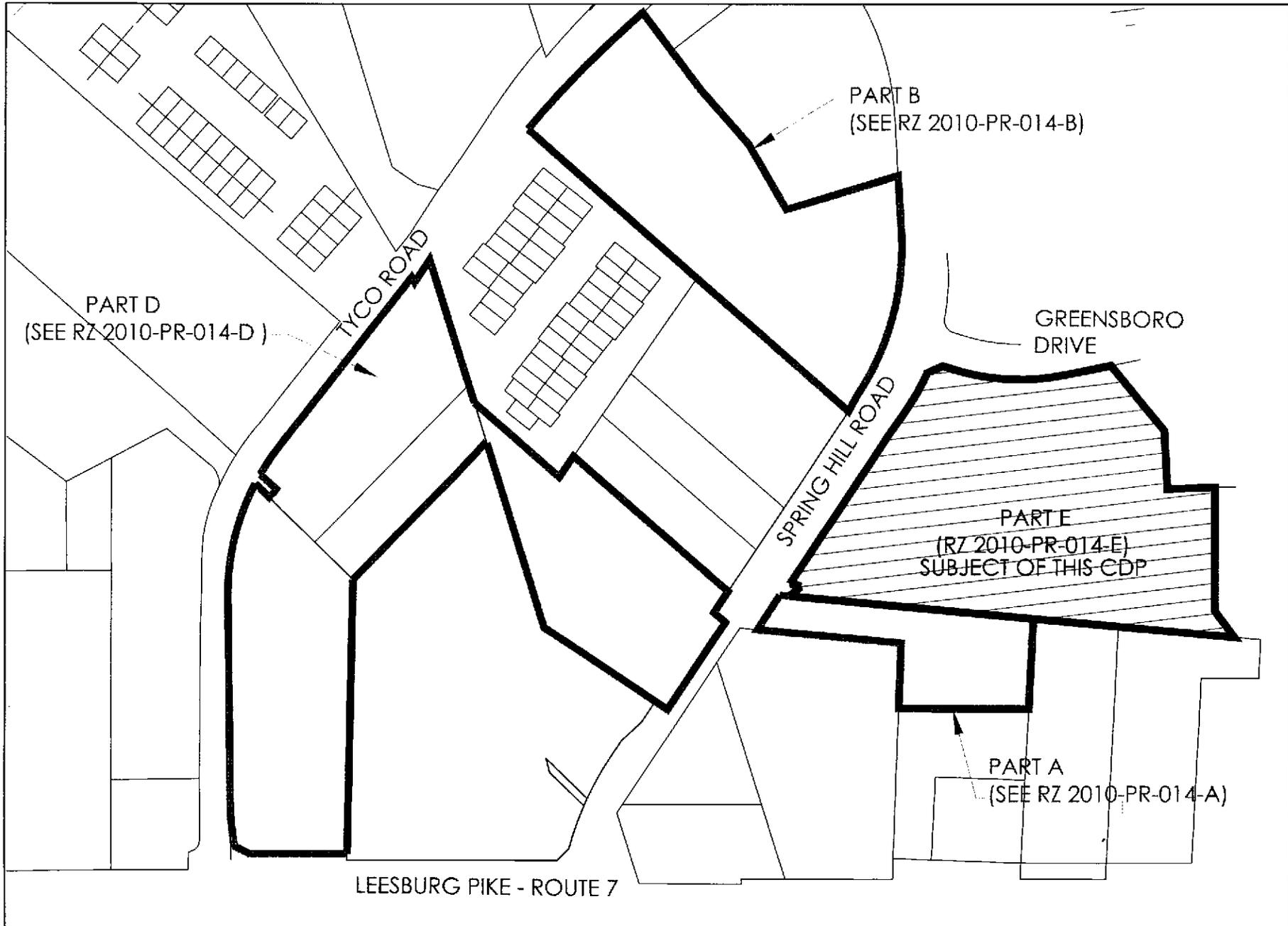


© Aaron WDC Project No. RA020031

COVER SHEET
CDP - PART E

Scale:

C-1



PART D
(SEE RZ 2010-PR-014-D)

PART B
(SEE RZ 2010-PR-014-B)

PART E
(RZ 2010-PR-014-E)
SUBJECT OF THIS CDP

PART A
(SEE RZ 2010-PR-014-A)

WDC ARCHITECTURE
WDC Architecture, PLLC
1025 Connecticut Avenue NW
Suite 300
Washington, DC 20036
tel 202 837 8300
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a-mail wdc@wdcarch.com

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e-mail eboker@brielandandco.com

Spring Hill Station
PROVIDENCE DISTRICT
FAIRFAX COUNTY, VIRGINIA

The Georgicos Group
8403 Greensboro Dr. P130
McLean, VA 22102

CDP	06.22.10
CDP (Revised)	08.24.10
CDP (Accounting)	10.14.10
CDP (Revised)	12.20.10
CDP (Revised)	03.15.11
CDP (Revised)	04.25.11
CDP (Revised)	11.30.11
CDP (Revised)	07.11.12
CDP (Revised)	10.19.12
CDP (Revised)	11.28.12
CDP (Revised)	11.11
CDP (Revised)	1.26.13

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REZONING
KEY MAP
CDP - PART E

SCALE: 1"=80'
C-2

LEGAL DESCRIPTION: (PART E)

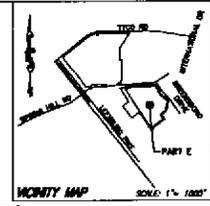
TAX MAP 22-3-01-0003C

BEING ALL OF LOT 83A, GREENSBORO CORPORATE CENTER AS SHOWN ON A PLAT PREPARED BY WEA, INC. ENTITLED, PLAT OF CONSOLIDATION, DEDICATION AND VARIATION (EASEMENTS, LOT 83A, GREENSBORO CORPORATE CENTER), RECORDED IN DEED BOOK 11514 AT PAGE 1067, LESS AND EXCEPT THEREFROM THAT PORTION OF THE PROPERTY CONTAINING 142 SQUARE FEET OF LAND DEDICATED FOR PUBLIC STREET PURPOSES BY DEED OF DEDICATION, EASEMENT AND RELEASE RECORDED IN DEED BOOK 11378 AT PAGE 323 AND FURTHER LESS AND EXCEPT THEREFROM THAT PORTION OF THE PROPERTY CONTAINING 371 FEET OF LAND DEDICATED FOR PUBLIC STREET PURPOSES BY DEED OF DEDICATION AND CONFORMANCE RECORDED IN DEED BOOK 17903 AT PAGE 962 ALL ALONG THE LAND RECORDS OF FAIRFAX COUNTY, VIRGINIA AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEING PART OF THE SAME AT A POINT LYING ON THE ON THE SOUTHERLY RIGHT-OF-WAY LINE OF SPRING HILL ROAD, ROUTE 804, (VARIABLE WIDTH), SAID POINT BEING THE NORTHWESTERN CORNER OF THE PROPERTY PREVIOUSLY DEDICATED FOR PUBLIC STREET PURPOSES AS RECORDED IN DEED BOOK 17903 AT PAGE 962 AMONG THE AFORESAID LAND RECORDS, SAID POINT BEING DISTANT NORTH 32°51'17" WEST, 704 FEET FROM THE NORTHWESTERLY CORNER OF PARCEL A, TYSON'S PROMENADE, LP AS SHOWN ON A PLAT PREPARED BY WEA, INC. ENTITLED, "PLAT SHOWING PARCELS A, TYSON'S PROMENADE", RECORDED IN DEED BOOK 17904 AT PAGE 808 AMONG THE AFORESAID LAND RECORDS, THENCE BEGINNING WITH A PORTION OF SAID SOUTHERLY RIGHT-OF-WAY LINE OF SPRING HILL ROAD, ROUTE 804 THE FOLLOWING EIGHT (8) COURSES AND DISTANCES:

- 24.13 FEET ALONG THE ARC OF A CURVE TO THE RIGHT HAVING A RADIUS OF 32.00 FEET AND A CHORD BEARING AND DISTANCE OF SOUTH 80°27'28" EAST, 28.88 FEET TO A POINT; THENCE
 - SOUTH 75°27'11" EAST, 18.78 FEET TO A POINT; THENCE
 - NORTH 15°20'27" WEST, 8.91 FEET TO A POINT OF CURVATURE; THENCE
 - 13.07 FEET ALONG THE ARC OF A CURVE TO THE LEFT HAVING A RADIUS OF 38.50 FEET AND A CHORD BEARING AND DISTANCE OF NORTH 28°24'24" WEST, 12.85 FEET TO A POINT; THENCE
 - NORTH 08°17'42" EAST, 354.30 FEET TO A POINT; THENCE
 - NORTH 02°30'47" EAST, 85.88 FEET TO A POINT OF CURVATURE; THENCE
 - 81.83 FEET ALONG THE ARC OF A CURVE TO THE LEFT HAVING A RADIUS OF 405.00 FEET AND A CHORD BEARING AND DISTANCE OF NORTH 81°27'10" EAST, 81.82 FEET TO A POINT; THENCE
 - SOUTH 82°07'37" EAST, 33.07 FEET TO A POINT ON THE WESTERLY RIGHT-OF-WAY OF GREENSBORO DRIVE, ROUTE 5003 (VARIABLE WIDTH), THENCE LEAVING SAID SOUTHERLY RIGHT-OF-WAY OF SPRING HILL ROAD, ROUTE 804 AND RUNNING WITH A PORTION OF SAID WESTERLY RIGHT-OF-WAY OF GREENSBORO DRIVE, ROUTE 804 THE FOLLOWING THREE (3) COURSES AND DISTANCES:
 - SOUTH 20°25'07" EAST, 21.26 FEET TO A POINT OF CURVATURE; THENCE
 - 223.40 FEET ALONG THE ARC OF A CURVE TO THE LEFT HAVING A RADIUS OF 446.00 FEET AND A CHORD BEARING AND DISTANCE OF SOUTH 38°14'04" EAST, 221.08 FEET TO A POINT;
 - SOUTH 47°02'39" EAST, 84.88 FEET TO A POINT MARKING THE NORTHEASTERN CORNER OF GREENSBORO SQUARE CONDOMINIUM OFFICE COMPLEX AS RECORDED IN DEED BOOK 5410 AT PAGE 580 AMONG THE AFORESAID LAND RECORDS; THENCE LEAVING THE AFORESAID RIGHT-OF-WAY OF GREENSBORO DRIVE, ROUTE 804 AND RUNNING WITH NORTHERLY PROPERTY LINE OF SAID GREENSBORO SQUARE CONDOMINIUM OFFICE COMPLEX (DB 5410 PG 580), THE FOLLOWING THREE (3) COURSES AND DISTANCES:
 - SOUTH 02°12'32" WEST, 97.53 FEET TO A POINT; THENCE
 - SOUTH 89°17'17" WEST, 118.08 FEET TO A POINT; THENCE
 - SOUTH 40°25'27" EAST, 84.54 FEET TO A POINT MARKING THE NORTHEASTERN CORNER OF THE PROPERTY OF CLOVER TYSONS, LP AS RECORDED IN DEED BOOK 7088 AT PAGE 378 AMONG THE AFORESAID LAND RECORDS; THENCE LEAVING THE AFORESAID NORTHERLY PROPERTY LINE OF GREENSBORO SQUARE CONDOMINIUM OFFICE COMPLEX (DB 5410 PG 580) AND RUNNING WITH THE NORTHERLY LINE OF SAID PROPERTY OF CLOVER TYSONS, LP (DB 7088 PG 378) THE FOLLOWING TWO (2) COURSES AND DISTANCES:
 - SOUTH 03°10'20" WEST, 245.88 FEET TO A POINT; THENCE
 - SOUTH 15°10'07" WEST, 86.23 FEET TO A POINT LYING ON THE EASTERLY LINE OF THE PROPERTY OF 8500 CDC, LP AS RECORDED IN DEED BOOK 8558 AT PAGE 727 AMONG THE AFORESAID LAND RECORDS; THENCE LEAVING THE AFORESAID NORTHERLY PROPERTY LINE OF CLOVER TYSONS, LP (DEED BOOK 7088 AT PAGE 378), AND BEGINNING WITH A PORTION OF SAID EASTERLY PROPERTY LINE OF 8500 CDC, LP (DB 8558 PG 727), AND CONTINUING WITH THE EASTERLY PROPERTY LINE OF THE PROPERTY OF CLOVER TYSONS, LP AS RECORDED IN DEED BOOK 19033 AT PAGE 883 AMONG THE AFORESAID LAND RECORDS AND THE EASTERLY LINE OF THE AFORESAID PROPERTY OF TYSON'S PROMENADE, LP (DB 17904 PG 808)
 - NORTH 32°07'17" WEST, 80.58 FEET TO THE POINT OF BEGINNING CONTAINING 322,038 SQUARE FEET OR 7.39291 ACRES OF LAND.
- AN ADDITIONAL 8788 SQUARE FEET OR 0.20157 ACRES HAS BEEN DESIGNATED FOR DENSITY CREDIT ASSOCIATED WITH AREAS OF STREET DEDICATION RECORDED IN D.B. 11514 AT PAGE 1067, D.B. 11378 AT PAGE 323, AND D.B. 17903 AT PAGE 808 AMONG THE AFORESAID LAND RECORDS, FOR A TOTAL AREA FOR DENSITY PURPOSES OF 328,035 SQUARE FEET OF 7.59458 ACRES.

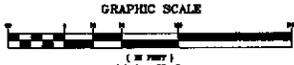
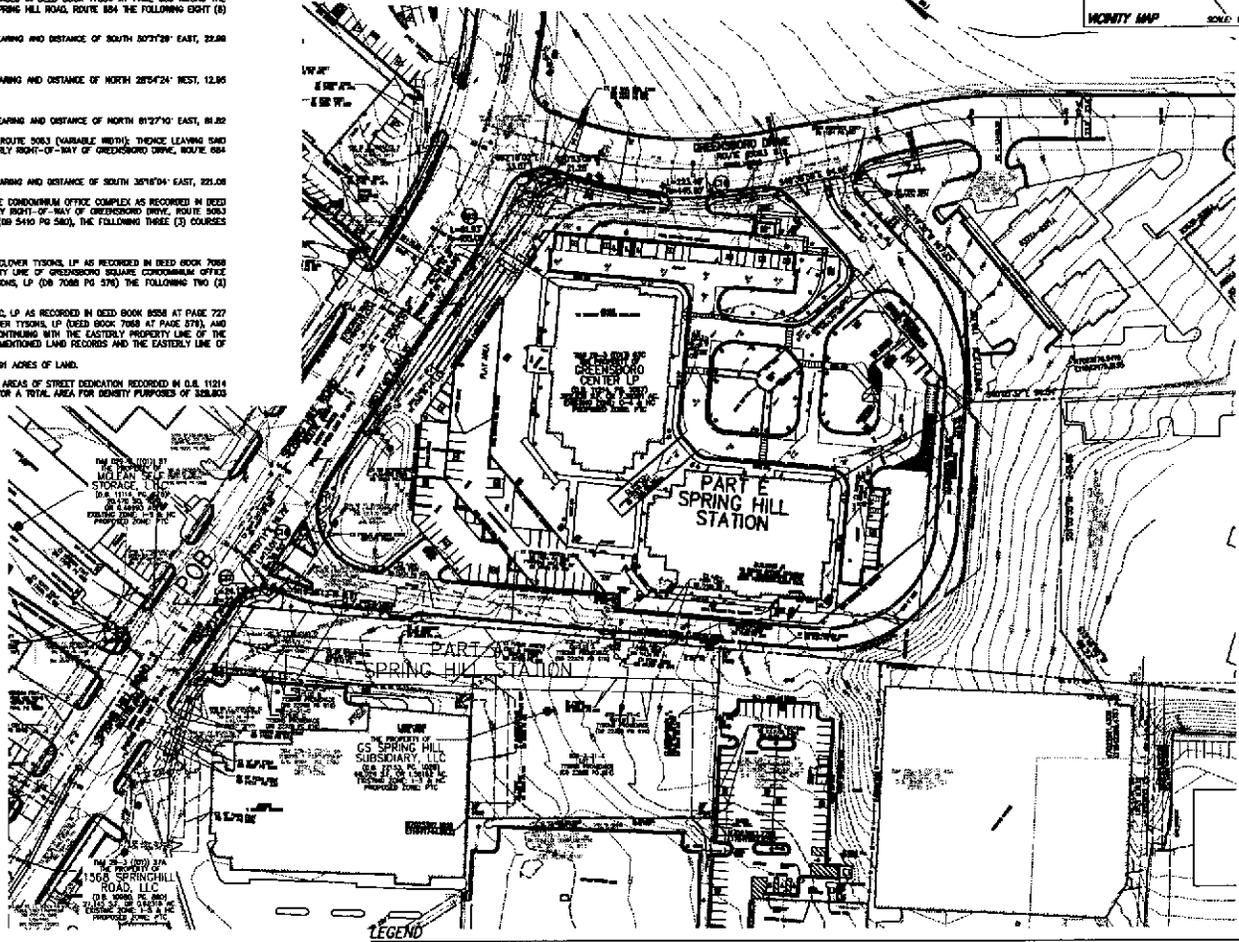
CURVE	LENGTH	RADIUS	DELTA	TANGENT	CHORD BEARING	CHORD
C15	81.82	405.00	17°50'51"	81.82	N81°27'10"E	81.82
C16	223.40	446.00	28°24'24"	116.70	N28°24'24"W	221.07
C17	245.87	245.87	87°02'32"	245.87	N02°12'32"E	245.87
C18	13.07	38.50	15°20'27"	8.91	N15°20'27"E	12.85



WDG ARCHITECTURE
 1025 Connecticut Avenue, Ste 300
 Washington, DC
 Tel: 202 897 8300
 Fax: 202 463 2166
 www.wdg-arch.com

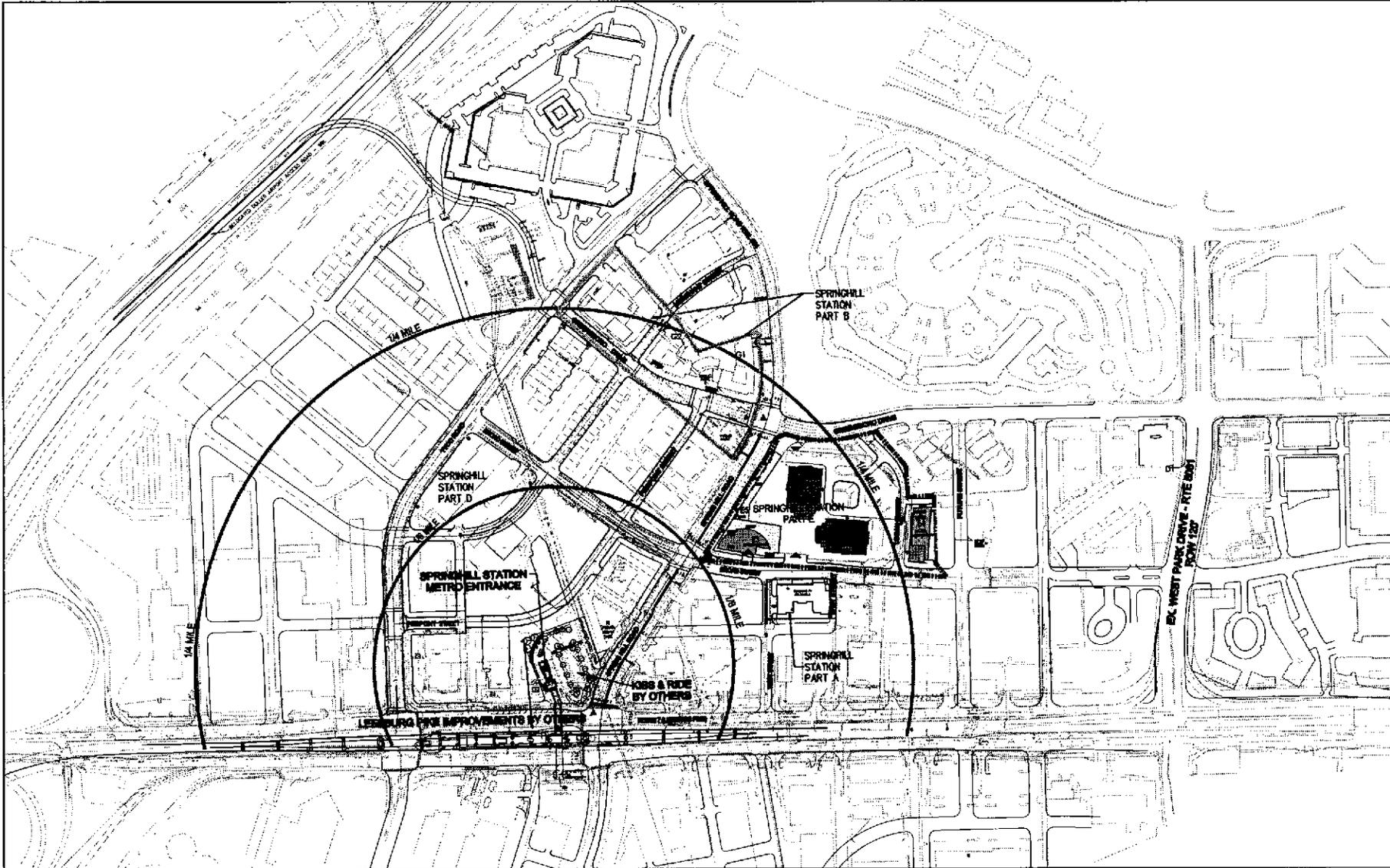
PROPERTY TABULATION		
PART E		
TAX MAP #	AREA (SQ)	AREA (AC)
TAX MAP 22-3-01-0003C	322,035	7.39291
APPLICATION AREA		
TOTAL	322,035	7.39291
DENSITY CREDIT		
PART E		
DECOMMISSION	AREA (SQ)	AREA (AC) (2000 S.F./AC)
DENSITY CREDIT	321	0.00151 (0.8 1000 S.F. 861)
DENSITY CREDIT	141	0.00112 (0.8 1111 S.F. 811)
DENSITY CREDIT	6,253	0.14158 (0.8 1111 S.F. 1081)
DENSITY CREDIT AREA	6,284	0.14309
TOTAL APPLICATION AREA		
TOTAL APPLICATION AREA	322,035	7.39291
TOTAL APPLICATION AREA INCLUDING DENSITY CREDITS	328,035	7.53600

- NOTES:**
- THE SUBJECT PROPERTY SHOWN HEREIN IS IDENTIFIED ON TAX MAP 22-3 AS TAX MAP NUMBER 22-3-01-0003C AND IS ZONED C-4 BY THE CITY OF ARLINGTON.
 - THE HORIZONTAL DATA SHOWN HEREIN IS TIED TO THE VIRGINIA COORDINATE SYSTEM 1983 (NORTH ZONE) AND IS BASED ON A FIELD SURVEY USING ACCEPTED GPS SURVEYING METHODS AND PRACTICES AND PERFORMED BY WEA.
 - THE PROPERTY SHOWN HEREIN IS CURRENTLY IN THE NAME OF GREENSBORO CENTER LP, BY DEED RECORDED IN D.B. 11514 AT PAGE 1067 AMONG THE LAND RECORDS OF FAIRFAX COUNTY, VIRGINIA.
 - THE SUBJECT PROPERTY LIES IN FLOOD ZONE "X", AREAS DETERMINED TO BE OUTSIDE THE 500 YEAR FLOODPLAIN AS SHOWN ON FLOOD INSURANCE RATE MAP COMMUNITY PANEL 21500-0100-0, DATED MARCH 5, 1994.



LEGEND

--- BUILDING LINE	--- SANITARY CLEANOUT	○ SANITARY MANHOLE
--- CABLE TELEVISION CONDUIT	○ STORM DRAIN MANHOLE	○ TRAFFIC CONTROL SIGN
--- ELECTRICAL CONDUIT	□ ELECTRICAL MANHOLE	○ TRAFFIC SIGNAL POLE
--- EDGE OF PAVEMENT	○ FENCE LINE	○ ELECTRICAL TRANSFORMER
--- FENCE LINE	○ NATURAL GAS CONDUIT	○ FIRE DEPARTMENT CONNECTION
--- NATURAL GAS CONDUIT	○ OVERHEAD WIRE	○ GAS MANHOLE
--- TELEPHONE/COMMUNICATIONS CONDUIT	○ SANITARY MANHOLE	○ GAS VALVE
--- PROPERTY LINES	○ PUBLIC UTILITIES EASEMENTS	○ LIGHT POLE
--- SANITARY SEWER CONDUIT	○ SANITARY SEWER CONDUIT	○ PHONE PEDestal
--- STORM DRAIN CONDUIT	○ WATER CONDUIT	○ PHONE PEDestal
--- WATER CONDUIT		○ PHONE MANHOLE
		○ UTILITY POLE
		○ SANITARY MANHOLE
		○ TRAFFIC CONTROL SIGN
		○ TRAFFIC SIGNAL POLE
		○ ELECTRICAL TRANSFORMER
		○ FIRE DEPARTMENT CONNECTION
		○ GAS MANHOLE
		○ GAS VALVE
		○ LIGHT POLE
		○ PHONE PEDestal
		○ PHONE MANHOLE
		○ UTILITY POLE
		○ SANITARY MANHOLE
		○ TRAFFIC CONTROL SIGN
		○ TRAFFIC SIGNAL POLE
		○ ELECTRICAL TRANSFORMER
		○ FIRE DEPARTMENT CONNECTION
		○ GAS MANHOLE
		○ GAS VALVE
		○ LIGHT POLE
		○ PHONE PEDestal
		○ PHONE MANHOLE
		○ UTILITY POLE
		○ SANITARY MANHOLE
		○ TRAFFIC CONTROL SIGN
		○ TRAFFIC SIGNAL POLE
		○ ELECTRICAL TRANSFORMER
		○ FIRE DEPARTMENT CONNECTION
		○ GAS MANHOLE
		○ GAS VALVE
		○ LIGHT POLE
		○ PHONE PEDestal
		○ PHONE MANHOLE
		○ UTILITY POLE
		○ SANITARY MANHOLE
		○ TRAFFIC CONTROL SIGN
		○ TRAFFIC SIGNAL POLE
		○ ELECTRICAL TRANSFORMER
		○ FIRE DEPARTMENT CONNECTION
		○ GAS MANHOLE
		○ GAS VALVE
		○ LIGHT POLE
		○ PHONE PEDestal
		○ PHONE MANHOLE
		○ UTILITY POLE
		○ SANITARY MANHOLE
		○ TRAFFIC CONTROL SIGN
		○ TRAFFIC SIGNAL POLE
		○ ELECTRICAL TRANSFORMER
		○ FIRE DEPARTMENT CONNECTION
		○ GAS MANHOLE
		○ GAS VALVE
		○ LIGHT POLE
		○ PHONE PEDestal
		○ PHONE MANHOLE
		○ UTILITY POLE
		○ SANITARY MANHOLE
		○ TRAFFIC CONTROL SIGN
		○ TRAFFIC SIGNAL POLE
		○ ELECTRICAL TRANSFORMER
		○ FIRE DEPARTMENT CONNECTION
		○ GAS MANHOLE
		○ GAS VALVE
		○ LIGHT POLE
		○ PHONE PEDestal
		○ PHONE MANHOLE
		○ UTILITY POLE
		○ SANITARY MANHOLE
		○ TRAFFIC CONTROL SIGN
		○ TRAFFIC SIGNAL POLE
		○ ELECTRICAL TRANSFORMER
		○ FIRE DEPARTMENT CONNECTION
		○ GAS MANHOLE
		○ GAS VALVE
		○ LIGHT POLE
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		○ TRAFFIC SIGNAL POLE



PART E DISTANCE FROM TYSONS SPRING HILL METRO STATION:
 WITHIN 1/4 MILE = 239,463 SF OR 5.49730 Ac.
 BEYOND 1/4 MILE = 89,340 SF OR 2.05098 Ac.
 TOTAL AREA = 328,803 SF OR 7.54828 Ac.

WDC ARCHITECTURE
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 Washington, DC 20036
 Tel: 202 637 8300
 Fax: 202 463 2196
 e-mail: wdc@wdcarch.com

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 McLean, VA 22102

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 Fax: 703 447 7800
 e-mail: rcochran@wvo.com

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 Fax: 703 548 2900
 e-mail: lutz@parkerrodriguez.com

Traffic Consultant:
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 e-mail: mike@rtiassoc.com

Land/Zoning Attorney:
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 Tel: 703 528 4700
 Fax: 703 528 4700
 e-mail: soble@rlaw.com

Spring Hill Station
 PROVIDENCE DISTRICT
 FAIRFAX COUNTY, VIRGINIA

The Georgetown Group
 8405 Greenboro Dr. #130
 McLean, VA 22102

CDP	06.22.10
CDP (REVISED)	08.24.10
CDP (ACCEPTED)	10.14.10
CDP (REVISION)	2.20.11
CDP (REVISION)	3.18.11
CDP (REVISION)	7.25.11
CDP (REVISION)	11.23.11
CDP (REVISION)	11.28.11
CDP (REVISION)	12.29.11
CDP (REVISION)	07.31.12
CDP (REVISION)	10.31.12
CDP (REVISION)	11.28.12
CDP (REVISION)	11.11.13
CDP (REVISION)	1.28.14



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OVERALL CONTEXT PLAN
 CDP PART-E

Scale: 1"=150'
C-5



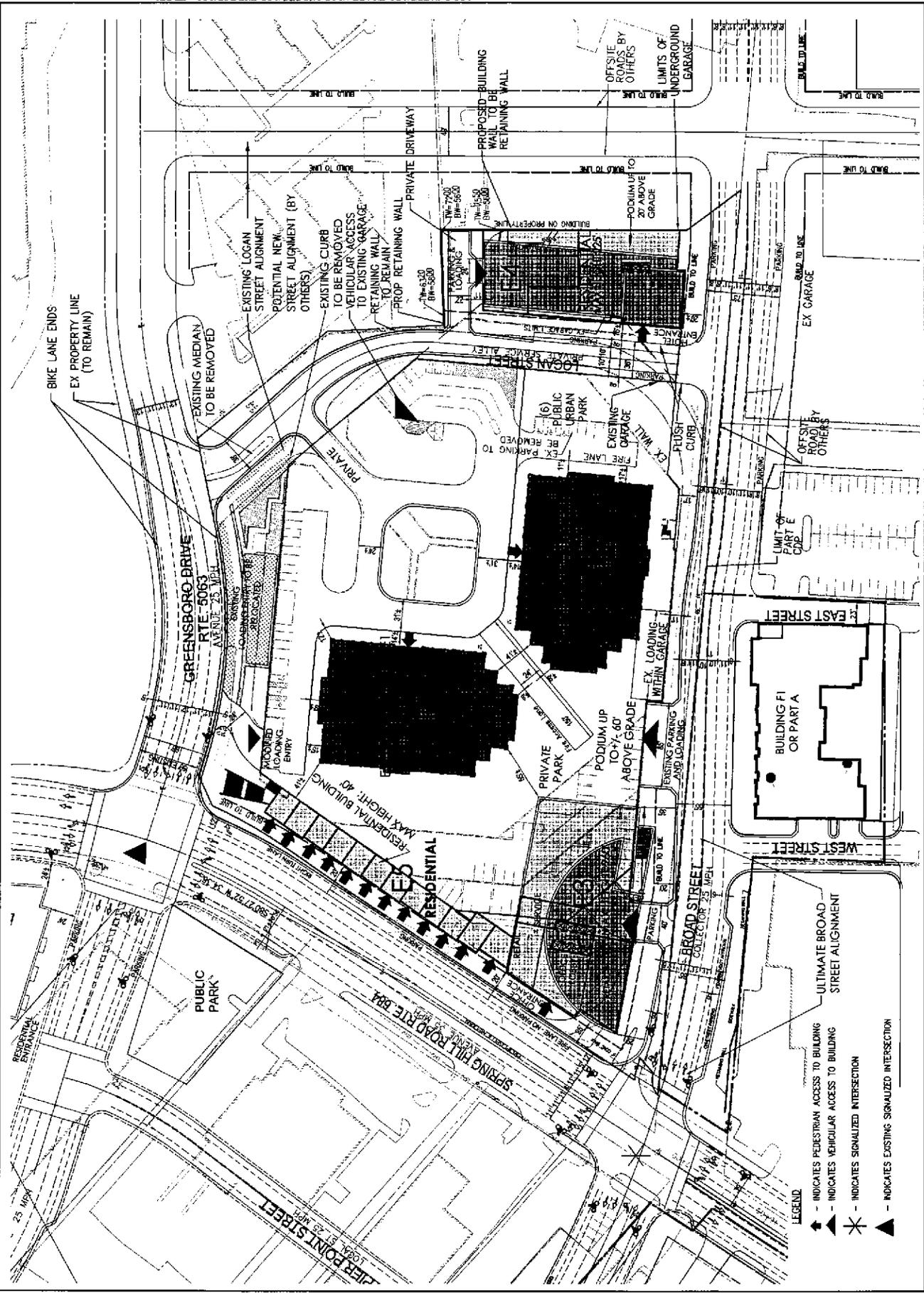
Project: Spring Hill Station
Location: Spring Hill Station, Fairfax County, VA 22102
Client: Robert R. Cochran
 2100 Senneca Drive
 Alexandria, VA 22302
Architect: WDC Architecture
 180 Archwood Circle
 Alexandria, VA 22304
Engineer: [Redacted]
 703.837.7000
Contractor: [Redacted]
 703.837.7000
Interior Designer: [Redacted]
 703.837.7000
Structural Engineer: [Redacted]
 703.837.7000
MEP Engineer: [Redacted]
 703.837.7000
Site Engineer: [Redacted]
 703.837.7000
Construction Manager: [Redacted]
 703.837.7000

Spring Hill Station
 PROVIDENCE DISTRICT
 FAIRFAX COUNTY, VIRGINIA



NO.	DESCRIPTION	DATE
01	ISSUED FOR PERMITTING	06/22/10
02	REVISED PER PERMITTING	07/15/10
03	REVISED PER PERMITTING	08/10/10
04	REVISED PER PERMITTING	08/10/10
05	REVISED PER PERMITTING	08/10/10
06	REVISED PER PERMITTING	08/10/10
07	REVISED PER PERMITTING	08/10/10
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15	REVISED PER PERMITTING	08/10/10
16	REVISED PER PERMITTING	08/10/10
17	REVISED PER PERMITTING	08/10/10
18	REVISED PER PERMITTING	08/10/10
19	REVISED PER PERMITTING	08/10/10
20	REVISED PER PERMITTING	08/10/10

Part E
CDP OPTION 2
 SCALE: 1" = 40'
C-6A



- LEGEND**
- ▲ - INDICATES PEDESTRIAN ACCESS TO BUILDING
 - ▲ - INDICATES VEHICULAR ACCESS TO BUILDING
 - * - INDICATES SIGNALIZED INTERSECTION
 - ▲ - INDICATES EXISTING SIGNALIZED INTERSECTION

EXISTING VEGETATION TABLE - PART E

EMV INDEX	COVER TYPE	SUCCESSIONAL STAGE	AREA (SQ FT)	COVER CONDITION	PRIMARY SPECIES	COMMENTS
"A"	OPEN/MAINTAINED	N/A	30,810 SQ FT (0.6910 AC)	GOOD	SEE COVER TABLE	SEE COVER TABLE FOR SPECIES LIST
"B"	JUNGLAND FOREST	LMC-2TBM	17,910 SQ FT (0.4083 AC)	FAIR	SEE COVER TABLE	SEE COVER TABLE FOR SPECIES LIST
TOTAL	-	-	48,720 SQ FT (1.1000 AC)	-	-	-

VEGETATION COVER TYPES

- "A" - BROADLEAF SPECIES**
 Low Density - Red Maple
 Medium Density - Red Maple, Yellow Birch, Green Ash, Red Spruce, White Pine
 High Density - Eastern White Pine, Red Spruce, White Pine, Yellow Birch, Green Ash, Red Maple, Red Oak
 Medium Density - Spruce, Yellow Birch, Green Ash, Red Maple, Red Oak
- "B" - BROADLEAF SPECIES**
 Open - Red Maple, Yellow Birch, Green Ash, Red Spruce, White Pine
 Medium Density - Red Maple, Yellow Birch, Green Ash, Red Spruce, White Pine
 High Density - Red Maple, Yellow Birch, Green Ash, Red Spruce, White Pine, Red Oak

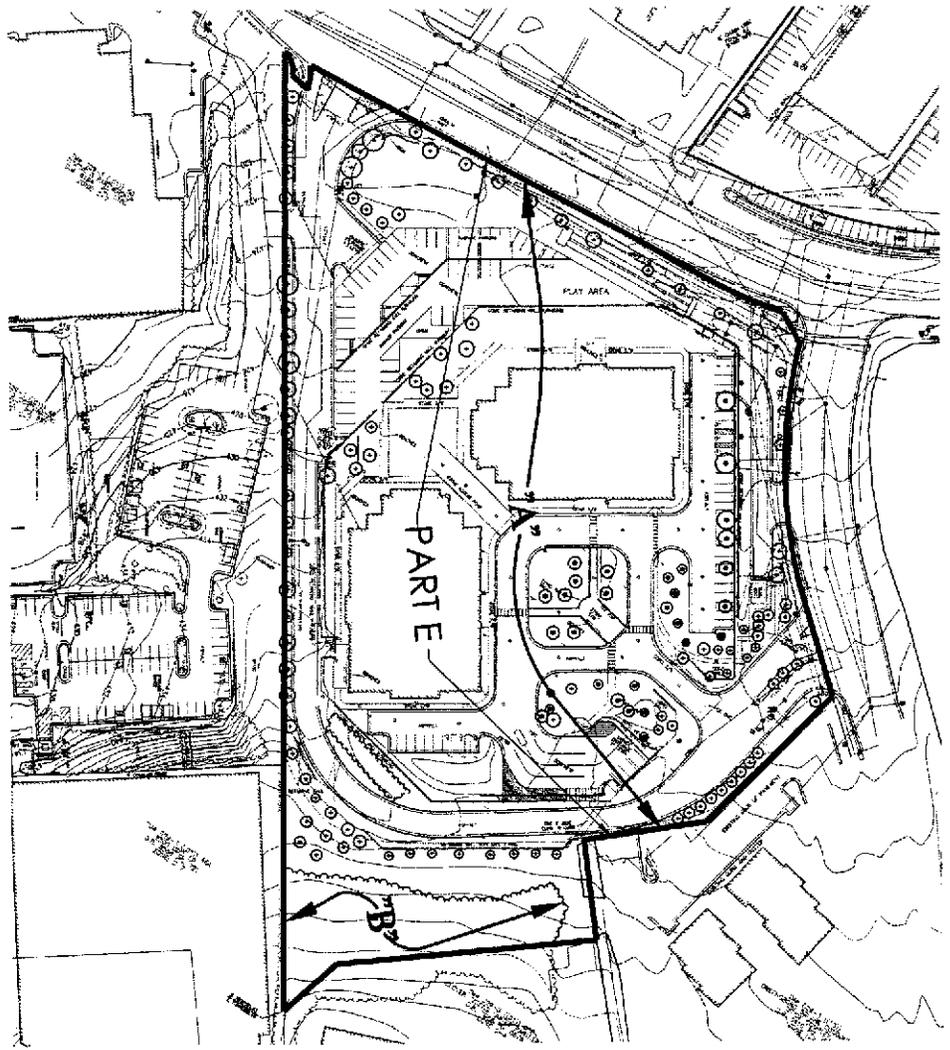
PART E - EMV NARRATIVE

Part E - EMV Narrative is a summary of the EMV data for the site and is intended to provide a general overview of the site's vegetation resources. The data was collected during the site visit and is based on the EMV data provided in the EMV data table. The data is presented in a narrative format and is intended to provide a general overview of the site's vegetation resources. The data is presented in a narrative format and is intended to provide a general overview of the site's vegetation resources. The data is presented in a narrative format and is intended to provide a general overview of the site's vegetation resources.

PART E

Table E.3 Tree Preservation Target Calculations and Statement

Step	Calculation	Value	Reference
A	Pre-development total of existing tree canopy (from Existing Vegetation Map) (E3)	35,000 sq ft	see § 12.02B.2
B	Percentage of gross site area covered by existing tree canopy	10%	
C	Percentage of five-thousand tree canopy requirement (see § 12.02B.2)	10%	see § 12.02B.2
D	Percentage of five-thousand tree canopy requirement that is to be preserved	10%	
E	Precedent percentage of canopy requirement that will be preserved through the preservation plan	10%	
F	Has the Tree Preservation Target (canopy preservation) been met?	Yes	Provision Two of No.
G	Has the Tree Preservation Target (canopy preservation) been met or more of the jurisdiction stated in § 12.02B.2 along with a narrative that provides a site-specific explanation of why the Tree Preservation Target has not been met?	Yes	Provision Three of No.
H	Has the information provided in the EMV data table been used to calculate the EMV data for the site?	Yes	see § 12.02B.4
I	Has the information provided in the EMV data table been used to calculate the EMV data for the site?	Yes	see § 12.02B.4



LEGEND
 ○ ● EXISTING TREE TO BE REMOVED
 ○ ⊗ EXISTING TREE TO BE PRESERVED

DATE: 1/25/13

DESIGNED BY: [Signature]

CHECKED BY: [Signature]

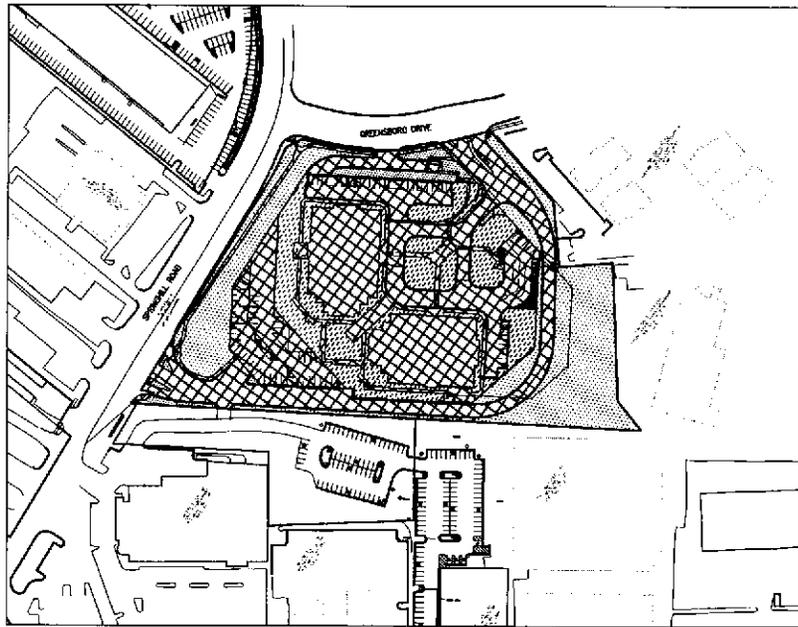
DATE: 1/25/13

DESCRIPTION	DATE	APPROVED

Spring Hill Station
 PROVIDENCE DISTRICT
 FAIRFAX COUNTY, VIRGINIA

WDC
 WASHINGTON DISTRICT GROUP, INC.
 1025 Connecticut Avenue
 Washington, DC 20036
 Phone: 202.331.1000
 Fax: 202.331.1001
 www.wdc.com

EMV MAP TABULATIONS PART E
 DATE: 1/25/13
 C-9



CURRENT EXISTING CONDITION EXHIBIT

LEGEND	
	IMPERVIOUS AREA = 183,788 SF (4.22 AC) = 57%
	PERVIOUS AREA = 84,567 SF (1.94 AC) = 26%
	GREEN ROOF AREA = 53,680 SF (1.23 AC) = 17%

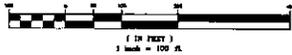
EXISTING CONDITIONS (PRE-DEVELOPMENT) PFM DETENTION CHECK

*PERVIOUS AREA = 322,035 SF (7.39 AC) 100%

*THE ENTIRE SITE HAS DETENTION MEASURES AND WILL BE CONSIDERED 100% PERVIOUS (PRE-EXISTING CONDITIONS) FOR OUR EXISTING CONDITIONS PFM CALCULATIONS.



GRAPHIC SCALE



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Spring Hill
Station
PROVIDENCE
DISTRICT
FAIRFAX COUNTY,
VIRGINIA

The Georgios Group
8405 Greenboro Dr. #130
McLean, VA 22102

CDP	06.22.10
CDP (Resubmission)	08.14.10
CDP (Accepted)	03.14.10
CDP (Revised)	01.18.10
CDP (Revised)	01.18.10
CDP (Revised)	04.28.11
CDP (Revised)	11.30.11
CDP (Revised)	2.15.12
CDP (Revised)	10.15.12
CDP (Revised)	11.28.12
CDP (Revised)	01.11.13
CDP (Revised)	07.26.13



WDC Project No. WDC0031

EXISTING
CONDITIONS
SWM PLAN

Scale: AS SHOWN

C-10

BUILDINGS E3 & E5-DRAINAGE AREA 'A' SWM SUMMARY

DRAINAGE AREA 'A' LEED COMPUTATIONS

THESE LEED COMPUTATIONS ARE BASED UPON A BOUNDARY ENCLOSING THE PROPOSED E3 & E5 BUILDINGS. PLEASE NOTE THAT AT FINAL DESIGN THIS BOUNDARY MAY CHANGE BASED UPON LEED REQUIREMENTS.

UNIFORM PLAN DISCHARGE METHOD REVISION 2.00

PROJECT: SPRINGHILL STATION PHASE 1
 LOCATION: 8405 GREENSBORO DRIVE, WILMINGTON, DE 19810
 DATE: 08/11/10
 DRAWN BY: J. B. WILSON
 CHECKED BY: J. B. WILSON

DATE: 08/11/10
 SCALE: 1" = 100'
 TIME OF CONCENTRATION: 15.00 HOURS
 ROAD AND SIDEWALK AREA: 1.00 AC

Slope number	1	2	3	4	5	6	7
Frequency (CFS)	0.1	0.2	0.3	0.4	0.5	0.6	0.7
24 hr discharge (MG)	0.1	0.2	0.3	0.4	0.5	0.6	0.7
12 hr discharge (MG)	0.06	0.04	0.03	0.02	0.02	0.04	0.03
6 hr discharge (MG)	0.03	0.02	0.01	0.01	0.01	0.02	0.01
3 hr discharge (MG)	0.01	0.01	0.01	0.01	0.01	0.01	0.01
1 hr discharge (MG)	0.005	0.005	0.005	0.005	0.005	0.005	0.005
15 min peak discharge (MG)	0.001	0.001	0.001	0.001	0.001	0.001	0.001
15 min peak discharge (MG)	0.001	0.001	0.001	0.001	0.001	0.001	0.001
15 min peak discharge (MG)	0.001	0.001	0.001	0.001	0.001	0.001	0.001
15 min peak discharge (MG)	0.001	0.001	0.001	0.001	0.001	0.001	0.001
15 min peak discharge (MG)	0.001	0.001	0.001	0.001	0.001	0.001	0.001

TOTAL RUNOFF VOLUME (EXISTING CONDITIONS)

2 YR: 1.68 AC x (2.08 IN / 12 IN/FT) x 43,560 SQ FT/AC = 12,685 CF

UNIFORM PLAN DISCHARGE METHOD REVISION 2.00

PROJECT: SPRINGHILL STATION PHASE 1
 LOCATION: 8405 GREENSBORO DRIVE, WILMINGTON, DE 19810
 DATE: 08/11/10
 DRAWN BY: J. B. WILSON
 CHECKED BY: J. B. WILSON

DATE: 08/11/10
 SCALE: 1" = 100'
 TIME OF CONCENTRATION: 15.00 HOURS
 ROAD AND SIDEWALK AREA: 1.00 AC

Slope number	1	2	3	4	5	6	7
Frequency (CFS)	1	2	3	4	5	6	7
24 hr discharge (MG)	2.2	4.2	6.2	8.2	10.2	12.2	14.2
12 hr discharge (MG)	0.01	0.01	0.02	0.03	0.04	0.05	0.06
6 hr discharge (MG)	0.01	0.01	0.02	0.03	0.04	0.05	0.06
3 hr discharge (MG)	0.01	0.01	0.02	0.03	0.04	0.05	0.06
1 hr discharge (MG)	0.01	0.01	0.02	0.03	0.04	0.05	0.06
15 min peak discharge (MG)	0.001	0.001	0.001	0.001	0.001	0.001	0.001
15 min peak discharge (MG)	0.001	0.001	0.001	0.001	0.001	0.001	0.001
15 min peak discharge (MG)	0.001	0.001	0.001	0.001	0.001	0.001	0.001
15 min peak discharge (MG)	0.001	0.001	0.001	0.001	0.001	0.001	0.001
15 min peak discharge (MG)	0.001	0.001	0.001	0.001	0.001	0.001	0.001

TOTAL RUNOFF VOLUME (PROPOSED CONDITIONS)

2 YR: 1.68 AC x (2.75 IN / 12 IN/FT) x 43,560 SQ FT/AC = 16,771 CF

TOTAL RUNOFF VOLUME (ALLOWABLE RELEASE)

PER LEED, POST-DEVELOPMENT VOLUME FOR THE 2 YEAR STORM MUST NOT EXCEED 75% OF THE EXISTING CONDITIONS VOLUME. THEREFORE, ANY ADDITIONAL VOLUME WILL BE MET THROUGH A REUSE VALUE.

2 YR: 16,771 CF - (0.75) * 12,685 CF = 7,257 CF
 REDUCTION TAKEN FOR GREEN ROOF STORAGE VOLUME (1802 CF)
 TREE PIT STORAGE VOLUME (8550 CF)
 PERMEABLE PAVEMENT VOLUME (171 CF)

= 7,257 - (1802+8550+171) IS LESS THAN 0 SO LEED IS MET.

PFM COMPLIANCE

* PER FAIRFAX 2011 SOIL MAP, SOIL TYPE IS URBAN LAND - SOIL TYPE ASSUMED TO BE TYPE C

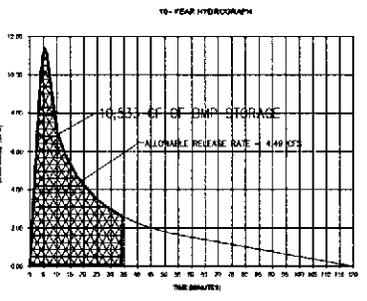
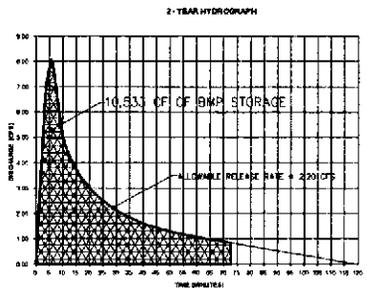


TABLE 1: Amount of Impervious Paved Surface Soil Group

Type	Type A	Type B	Type C	Type D
Area (Ac)	0.00	0.00	0.00	0.00
Volume (Cu)	0.00	0.00	0.00	0.00

TABLE 2: Runoff Rate Factors

Curve Number (CN) for Soil Type	Type A	Type B	Type C	Type D
Runoff Rate Factor	0.50	0.60	0.70	0.80

TABLE 3: Design Storm Data

Design Storm	24 hr Depth (in)	12 hr Depth (in)	6 hr Depth (in)	3 hr Depth (in)	1 hr Depth (in)	15 min Peak (in)
2 yr	2.08	1.04	0.52	0.26	0.13	0.06
10 yr	2.75	1.37	0.69	0.34	0.17	0.08

D.A. 'A' SUMMARY & LEED RAIN EVENT

Tysons Corner Comprehensive Plan Stormwater Conference Spreadsheet - Beta Version 6-18-2012

Group	Area (Ac)	Impervious Area (Ac)	Permeable Area (Ac)	Runoff Coefficient	Runoff Volume (Cu)	Runoff Rate (CFS)	Runoff Time (min)	Runoff Depth (in)
Apply Runoff Reduction Practices	1.68	0.00	1.68	0.75	12,685	10.531	15	2.08
Apply Runoff Reduction Practices	1.68	0.00	1.68	0.75	16,771	16.431	15	2.75

Summary of Runoff Reduction Practices

Practice	Area (Ac)	Runoff Reduction (%)	Runoff Volume Reduction (Cu)	Runoff Rate Reduction (CFS)	Runoff Time Reduction (min)	Runoff Depth Reduction (in)
Green Roof Storage	0.00	100%	0.00	0.00	0.00	0.00
Tree Pit Storage	0.00	100%	0.00	0.00	0.00	0.00
Permeable Pavement	0.00	100%	0.00	0.00	0.00	0.00

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CDP (Revised) 05.22.10
 CDP (Revised) 08.24.10
 CDP (Accepted) 10.14.10
 CDP (Revised) 02.20.11
 CDP (Revised) 03.18.11
 CDP (Revised) 04.25.11
 CDP (Revised) 11.30.11
 CDP (Revised) 2.15.12
 CDP (Revised) 10.19.12
 CDP (Revised) 11.28.12
 CDP (Revised) 01.11.13
 CDP (Revised) 02.28.13

SWM COMPUTATIONS

C-13A

BUILDING E4-DRAINAGE AREA 'B' SWM SUMMARY

REMARK: ALL 2-YEAR COMPUTATIONS
 THE LEED COMPUTATIONS ARE BASED UPON A RAINFALL ENHANCEMENT THE PROPOSED E4 DRAINAGE.
 PLEASE NOTE THAT AT FINAL DESIGN THIS BOUNDARY MAY CHANGE BASED UPON THE PROPOSED E4 DRAINAGE.

2 YEAR 148 AC x (1.40 IN / 12 IN/FT) x 43,560 SQ FT/AC = 7521 CF

TOTAL RUNOFF VOLUME (EXISTING CONDITIONS):

Runoff Coefficient	Area (Ac)	Volume (CF)
0.15	1.00	150
0.20	1.00	200
0.25	1.00	250
0.30	1.00	300
0.35	1.00	350
0.40	1.00	400
0.45	1.00	450
0.50	1.00	500
0.55	1.00	550
0.60	1.00	600
0.65	1.00	650
0.70	1.00	700
0.75	1.00	750
0.80	1.00	800
0.85	1.00	850
0.90	1.00	900
0.95	1.00	950
1.00	1.00	1000

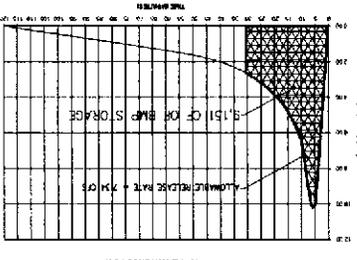
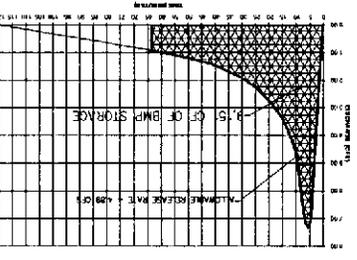
2 YEAR 148 AC x (2.66 IN / 12 IN/FT) x 43,560 SQ FT/AC = 10,395 CF

TOTAL RUNOFF VOLUME (PROPOSED CONDITIONS):

Runoff Coefficient	Area (Ac)	Volume (CF)
0.15	1.00	150
0.20	1.00	200
0.25	1.00	250
0.30	1.00	300
0.35	1.00	350
0.40	1.00	400
0.45	1.00	450
0.50	1.00	500
0.55	1.00	550
0.60	1.00	600
0.65	1.00	650
0.70	1.00	700
0.75	1.00	750
0.80	1.00	800
0.85	1.00	850
0.90	1.00	900
0.95	1.00	950
1.00	1.00	1000

PER LEED, POST-DEVELOPMENT VOLUME FOR THE 2-YEAR STORM MOST NOT EXCEED THE EXISTING CONDITIONS VOLUME (EX. SITE IS GREATER THAN 50% PERMITS). THEREFORE, ANY ADDITIONAL VOLUME WILL BE MET THROUGH A ROUSE VAULT.

REDUCTION TAKEN FOR GREEN ROOF STORAGE VOLUME (2,250 CF)
 TREE PIT STORAGE VOLUME (580 CF)
 PERMEABLE PAVEMENT VOLUME (985 CF)
 $2 \text{ YR } 15,395 \text{ CF} - 2,250 \text{ CF} - 2,844 \text{ CF}$



PFM COMPLIANCE

PER FFAVRYA 2011, STORM MAP, 50% TREE IS URBAN LAND, SWM TYPE ASSUMED TO BE TYPE C

Runoff Coefficient	Area (Ac)	Volume (CF)
0.15	1.00	150
0.20	1.00	200
0.25	1.00	250
0.30	1.00	300
0.35	1.00	350
0.40	1.00	400
0.45	1.00	450
0.50	1.00	500
0.55	1.00	550
0.60	1.00	600
0.65	1.00	650
0.70	1.00	700
0.75	1.00	750
0.80	1.00	800
0.85	1.00	850
0.90	1.00	900
0.95	1.00	950
1.00	1.00	1000

D.A. 'B' SUMMARY & LEED RAIN EVENT

PER FFAVRYA 2011, STORM MAP, 50% TREE IS URBAN LAND, SWM TYPE ASSUMED TO BE TYPE C

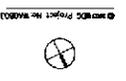
PER FFAVRYA COUNTY, THE PEAK RELEASE RATE FOR THE POST-DEVELOPED 2-YEAR AND 15-YEAR STORMS WILL BE REDUCED TO A LEVEL EQUAL TO OR LESS THAN THE EXISTING CONDITION PEAK RELEASE RATE.

SITE AREA = 148 ACRES
 $Q_2 = 0.75 \times 148 \times 0.80 = 93 \text{ CFS}$
 $Q_1 = 0.75 \times 148 \times 0.75 = 84 \text{ CFS}$
 $Q_0 = 0.75 \times 148 \times 0.70 = 77 \text{ CFS}$

PERMITTING AGENCIES FOR A SMALLER RELEASE RATE THAN WHAT IS REQUIRED, THEREFORE, THE PFM REQUIREMENT IS SATISFIED.

Building E4

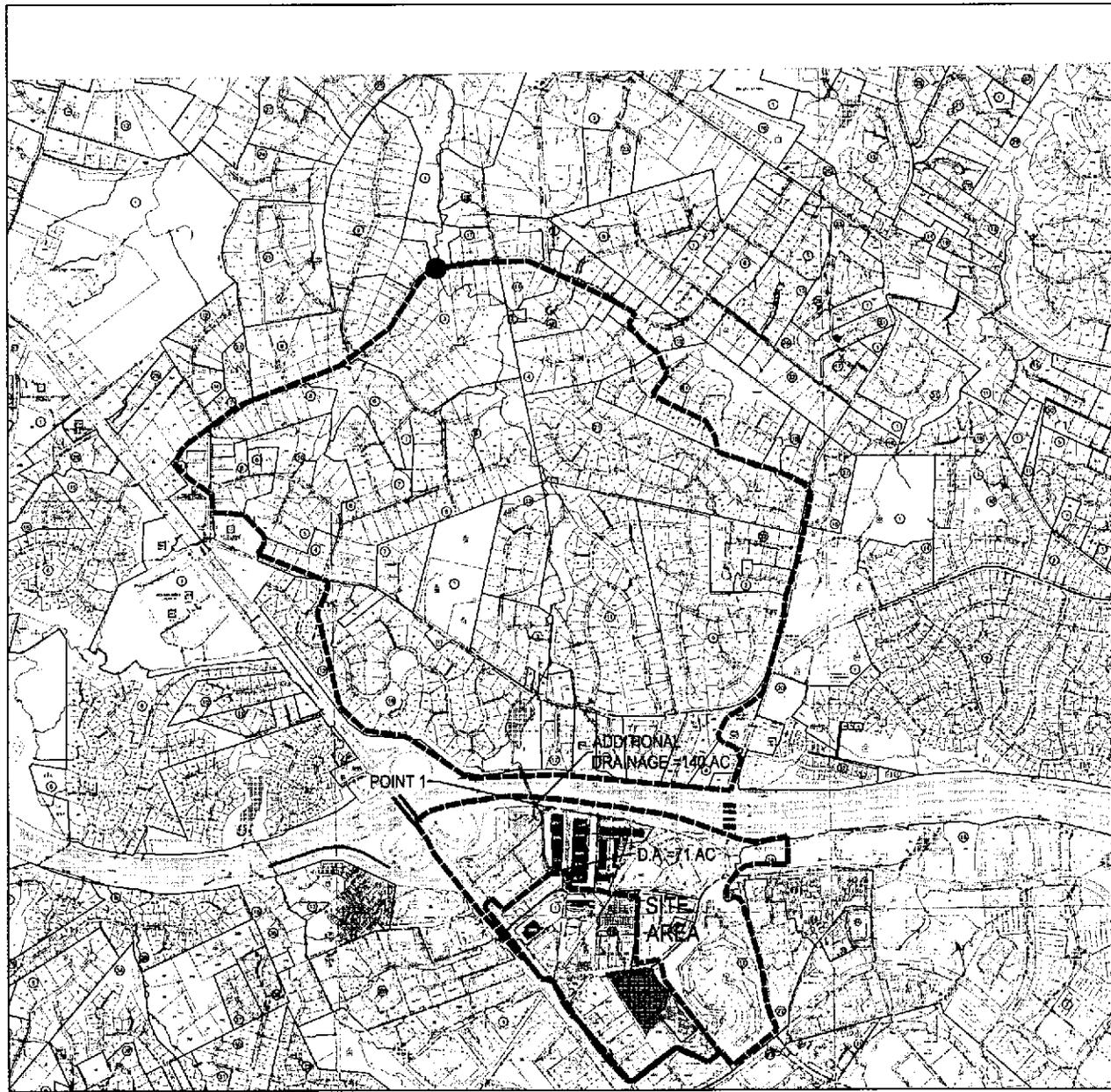
Runoff Coefficient	Area (Ac)	Volume (CF)
0.15	1.00	150
0.20	1.00	200
0.25	1.00	250
0.30	1.00	300
0.35	1.00	350
0.40	1.00	400
0.45	1.00	450
0.50	1.00	500
0.55	1.00	550
0.60	1.00	600
0.65	1.00	650
0.70	1.00	700
0.75	1.00	750
0.80	1.00	800
0.85	1.00	850
0.90	1.00	900
0.95	1.00	950
1.00	1.00	1000



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OUTFALL DESCRIPTIONS
 THIS INTERSECT MAP ILLUSTRATES THE COP SITE AREA PLUS CONTRIBUTING SUBSHEETS AS SHOWN ON THIS PLAN. THE ADEQUACY OF OUTFALL FOR NEIGHBORHOOD 2, PART E, IS BASED UPON THE PREMISE THAT AN ADEQUATE OUTFALL IS IN PLACE. THE OUTFALL FOR N2 IS A PART CLOSED CONDUIT SYSTEM FLOWING NORTH MADE UP CONDUITS WITH NEIGHBORHOOD 1. THE COMBINED OUTFALL IS ENTERS A CLOSED CONDUIT SYSTEM FLOWING NORTH TO A BOX CULVERT SERVING RICHMOND FROM APPROXIMATELY 211 ACRES UNDER THE DULLES ACCESS ROAD. THE OUTFALL BECOMES FLOOD PLANE AT THE DULLES ACCESS ROAD BOX CULVERT OUTFALL ON THE NORTH SIDE OF THE ROAD. THIS FLOW IS CONVEYED TO EXISTING REGIONAL POND D-67 (ONE MILE WEST) AND THE FORD OUTFALLS AND ROCKY HILL, CONTINUING NORTH TO A POINT THAT HAS A DRAINAGE AREA OF 715 ACRES. THE STUDY AREA INDICATED ON THIS SHEET IS APPROXIMATELY 874 ACRES, WHICH IS WELL OVER ONE SQUARE MILE (640 ACRES). PLEASE NOTE THAT AT SITE PLAN, IT IS ANTICIPATED THAT THE EXTENT OF THE ADEQUATE OFFICIAL REVIEW SHALL BE TO POINT 1 WHICH REPRESENTS A CONCENTRATION OF 900 OR MORE PER PPM 6-0203.9A.

LEGEND:
 DENOTES COP N2 PART E

 DRAINAGE LINE

 GRAPHIC SCALE


 1" = 100 FT.
 1 inch = 100 ft.

NO.	DESCRIPTION	DATE	APPROVED	DATE

REVISION APPROVED BY:
 DIVISION OF DESIGN REVIEW

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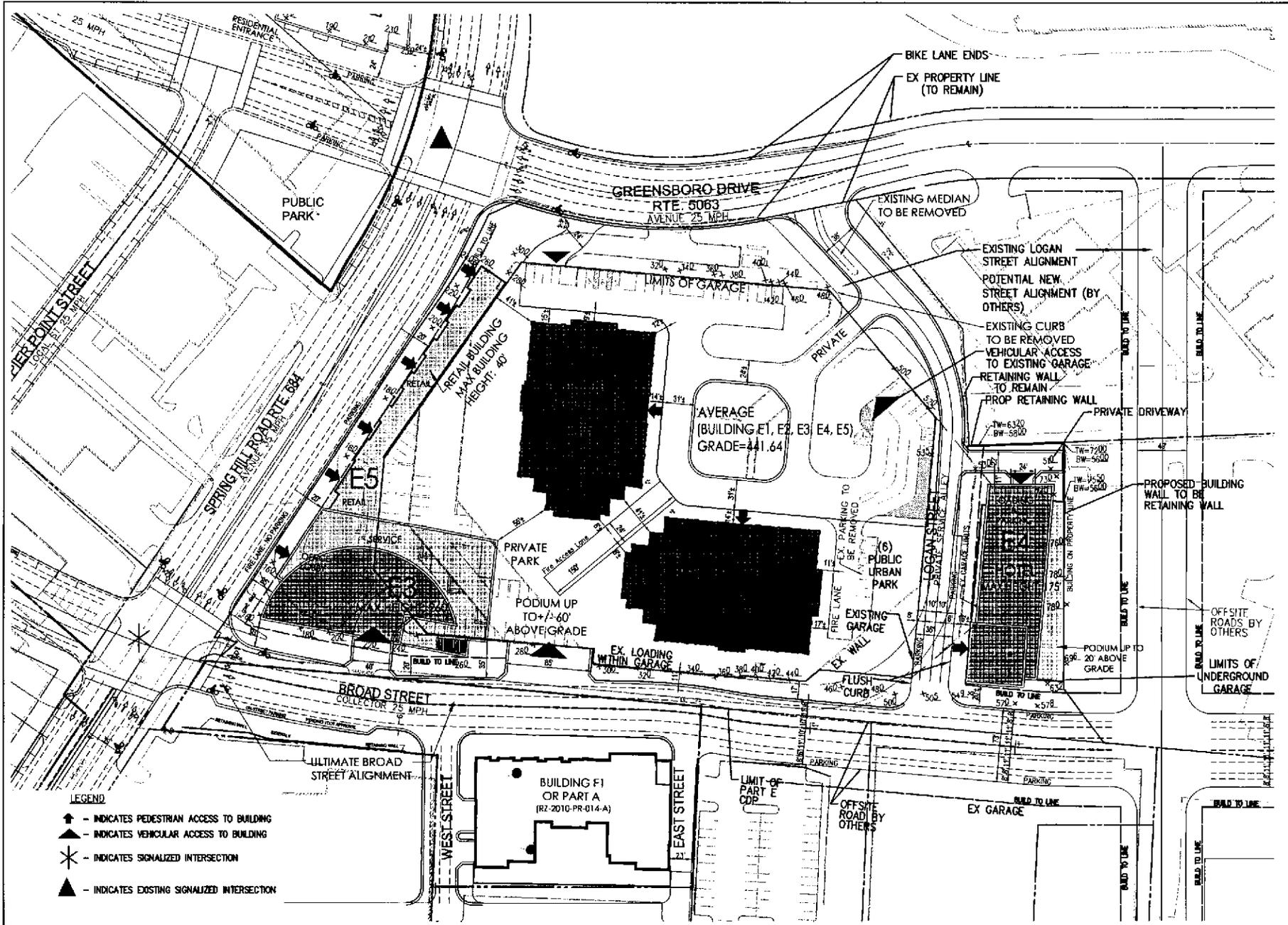
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COP	06.22.10
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COP (Revised)	02.10.11
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COP (Revised)	07.01.11
COP (Revised)	07.13.12
COP (Revised)	07.13.13
COP (Revised)	07.28.13
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COP (Revised)	01.28.13

Project No: W40924

ADEQUATE OUTFALL PLAN

Scale: 1"=800'
C-15



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CDP	06/22/10
CDP (REVISION)	08/24/10
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CDP (REVISION)	11/23/11
CDP (REVISION)	1/23/12
CDP (REVISION)	3/11/12
CDP (REVISION)	10/19/12
CDP (REVISION)	1/28/13
CDP (REVISION)	11/11/13
CDP (REVISION)	1/28/14

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PART E
AVERAGE GRADE
EXHIBIT

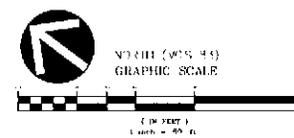
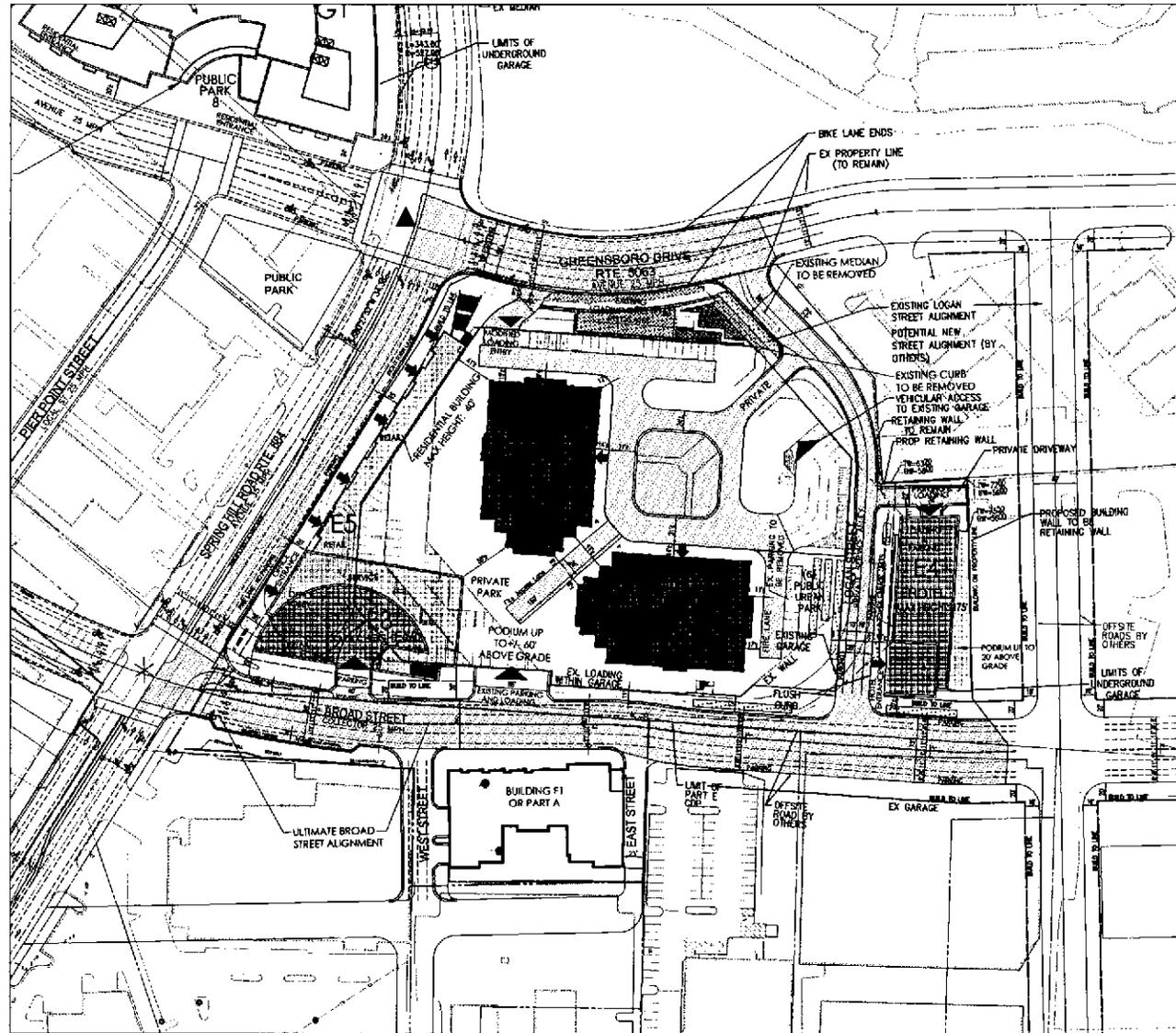
SCALE: 1"=40'
C-16

Fire Access Sheet Requirements

- All roads proposed by the project, as well as adjoining roads; the classifications of the roads (i.e. arterial, collector, etc.) should be noted. **(PROVIDED)**
- Location and dimensions of all fire access lanes and turnarounds; vehicle access to the rear of buildings, including interior courtyards for stick-build, donut-shaped buildings, needs to be shown. **(PROVIDED)**
- Arrow diagrams indicating where emergency vehicles can access buildings. **(TO BE PROVIDED)**
- Dimensions of the distance between the portions of the roadway that are accessible to fire trucks and the facades of the buildings. The target distance is between 15 and 30 feet separation. **(PROVIDED)**
- Improvements planned for the area between the portions of the roadway that are accessible to fire trucks and the facades of the buildings, including parking lanes, garage podiums, landscaped areas, steep slopes, sidewalks, plazas, yards, outdoor seating areas, steps, planters, sculptures, etc. **(TO BE PROVIDED)**
- Clear identification of building footprints, cantilevered extensions, penthouses, balconies, patios, etc. **(PROVIDED)**
- Heights of the proposed buildings; for buildings with multiple heights due to step backs, the height and number of stories of each building segment should be clearly noted. **(PROVIDED)**
- Location of overhead utility lines. **(PROVIDED)**
- Identification of construction type for each building; for multiple buildings located on a single garage podium, the construction type for each building must be identified - the garage podium can be identified as a block, with each building identified separately. Each portion of structure with a different construction type is considered a separate building. Structures that are separated by a fire wall are also considered separate buildings. **(PROVIDED)**
- Type of building skin material (combustible/non-combustible), type of sprinklers (Type 13; if 13R please explain), and roof type (Class A preferred). **(PROVIDED)**
- Location of proposed building entrances, both pedestrian and vehicular; access doors and elevators, including medevac elevators, should be shown on the FDP. Also, any interior routes available for emergency vehicle use, such as suitably sized driveways through parking garages and courtyards, should be delineated. **(PROVIDED)**
- Loading areas and whether they are accessible to emergency vehicles. **(PROVIDED)**
- Access to active courtyards (especially with pools, tennis courts, etc.) needs to be shown - how will the medical staff get there, with their equipment, quickly? **(TO BE PROVIDED)**

Building Data

BUILDING E1 TYPE OF CONSTRUCTION NUMBER OF STORIES BUILDING HEIGHT USE GROUP BUILDING FOOTPRINT FULLY SPRINKLED PER NFPA 13 FIRE WALL RATING	E1 1B (Modified to 2A) 10 130' 0" F-1 21,040 SF 2.1HS - 1HO 1 Hour	BUILDING E7 TYPE OF CONSTRUCTION NUMBER OF STORIES BUILDING HEIGHT USE GROUP BUILDING FOOTPRINT FULLY SPRINKLED PER NFPA 13 FIRE WALL RATING	E7 1B (Modified to 2A) 10 130' 0" F-1 21,040 SF 2.1HS - 1HO 1 Hour
BUILDING E2 TYPE OF CONSTRUCTION NUMBER OF STORIES BUILDING HEIGHT USE GROUP BUILDING FOOTPRINT FULLY SPRINKLED PER NFPA 13 FIRE WALL RATING	E2 1A (Modified to 1B) 20 222' 0" Group 2 (Partially) Group A (Manufacturing) Group B (Office) Ground Floor - 24,000 SF Tower - 24,000 SF 2.1HS - 1HO 1.5, 2.0 HS Each 1 Hour	BUILDING E3 TYPE OF CONSTRUCTION NUMBER OF STORIES BUILDING HEIGHT USE GROUP BUILDING FOOTPRINT FULLY SPRINKLED PER NFPA 13 FIRE WALL RATING	E3 1A (Modified to 1B) 7 140' 0" Group M (Manufacturing) Ground Floor - 7,800 SF Second Floor - 7,800 SF 2.1HS - 1HO 1 Hour
BUILDING E4 (Options 1,2) TYPE OF CONSTRUCTION NUMBER OF STORIES BUILDING HEIGHT USE GROUP BUILDING FOOTPRINT FULLY SPRINKLED PER NFPA 13 FIRE WALL RATING	E4 (Options 1,2) 1A (Modified to 1B) 16, 20 172' 0", 225' 0" 1.2, 2.0 (Group 2) (Partially) 1. Group B-1 (Retail) 2. Group A-2 (Residential) Ground Floor - 15,000 SF Second Floor - 13,000 SF Both Options 2.1HS - 1HO 32, 34, 4, 8, 2 Each 1 Hour		



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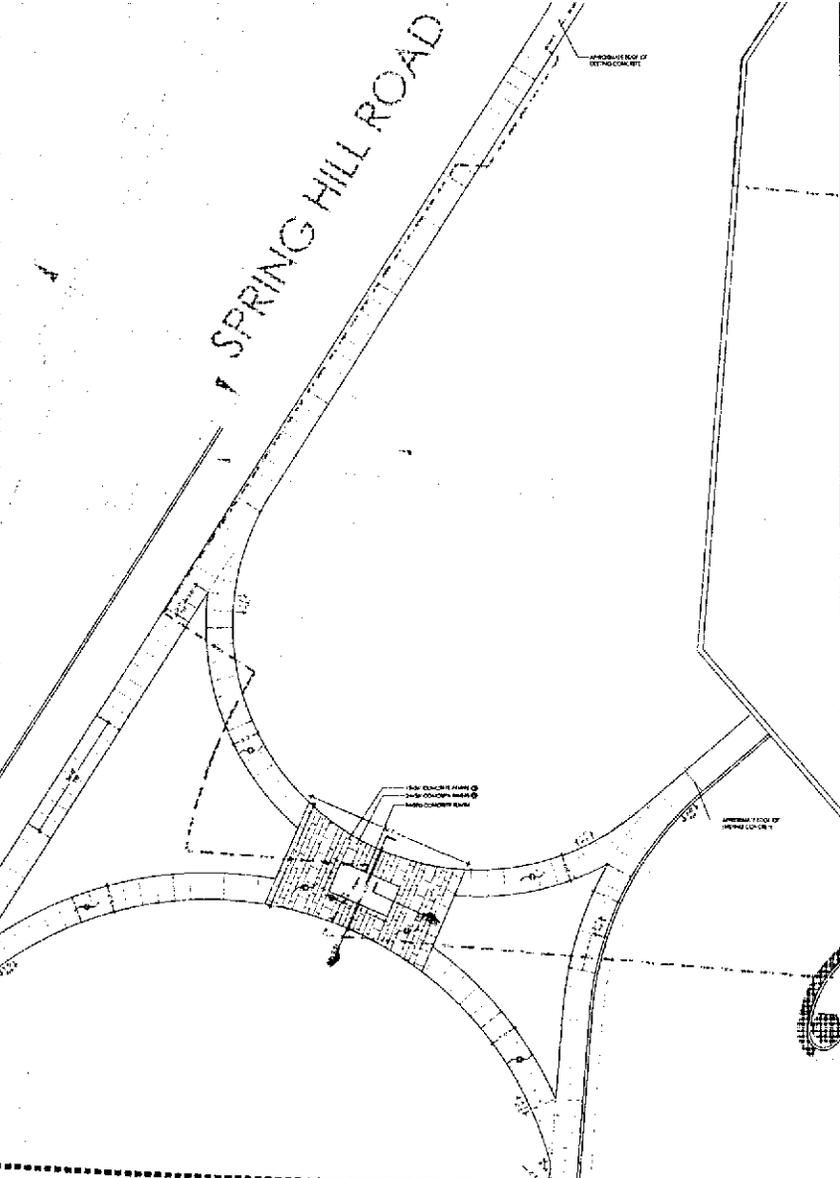
CDP	08.22.10
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CDP (REVISION)	12.29.11
CDP (REVISION)	01.13.12
CDP (REVISION)	01.18.12
CDP (REVISION)	11.28.11
CDP (REVISION)	1.28.12

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FIRE ACCESS PLAN
PART - E

Scale: C-17

NO.	DESCRIPTION	QTY	UNIT	AMOUNT	DATE	BY	REVISION
1	CONCRETE	100	YD	100	1/10/10	JSM	
2	STEEL	50	TON	50	1/10/10	JSM	
3	WOOD	20	CU YD	20	1/10/10	JSM	
4	PAVING	150	SQ YD	150	1/10/10	JSM	
5	LANDSCAPING	10	SQ YD	10	1/10/10	JSM	
6	UTILITIES	5	LINE FT	5	1/10/10	JSM	
7	CONCRETE	100	YD	100	1/10/10	JSM	
8	STEEL	50	TON	50	1/10/10	JSM	
9	WOOD	20	CU YD	20	1/10/10	JSM	
10	PAVING	150	SQ YD	150	1/10/10	JSM	
11	LANDSCAPING	10	SQ YD	10	1/10/10	JSM	
12	UTILITIES	5	LINE FT	5	1/10/10	JSM	
13	CONCRETE	100	YD	100	1/10/10	JSM	
14	STEEL	50	TON	50	1/10/10	JSM	
15	WOOD	20	CU YD	20	1/10/10	JSM	
16	PAVING	150	SQ YD	150	1/10/10	JSM	
17	LANDSCAPING	10	SQ YD	10	1/10/10	JSM	
18	UTILITIES	5	LINE FT	5	1/10/10	JSM	
19	CONCRETE	100	YD	100	1/10/10	JSM	
20	STEEL	50	TON	50	1/10/10	JSM	
21	WOOD	20	CU YD	20	1/10/10	JSM	
22	PAVING	150	SQ YD	150	1/10/10	JSM	
23	LANDSCAPING	10	SQ YD	10	1/10/10	JSM	
24	UTILITIES	5	LINE FT	5	1/10/10	JSM	
25	CONCRETE	100	YD	100	1/10/10	JSM	
26	STEEL	50	TON	50	1/10/10	JSM	
27	WOOD	20	CU YD	20	1/10/10	JSM	
28	PAVING	150	SQ YD	150	1/10/10	JSM	
29	LANDSCAPING	10	SQ YD	10	1/10/10	JSM	
30	UTILITIES	5	LINE FT	5	1/10/10	JSM	



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Professional Seal

Ground Floor Plan

L-1.01

SHEETS C-19A THROUGH C-19D REPRESENT ADDITIONAL DETAIL MATCHLINE - SEE SHEET IR 1.01, L1.02/3.02 FOR INTERIM PARK IMPROVEMENTS ORIGINALLY SHOWN ON RZ-2010-PR-014-A (SPRING HILL STATION PART A)

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THE ASCENT
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 Third Floor, Potomac, MD 20854

GS Springhill Apartments, LLC
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 Suite 300
 Washington, DC 20036

Professional Seal

Ground Floor Plan

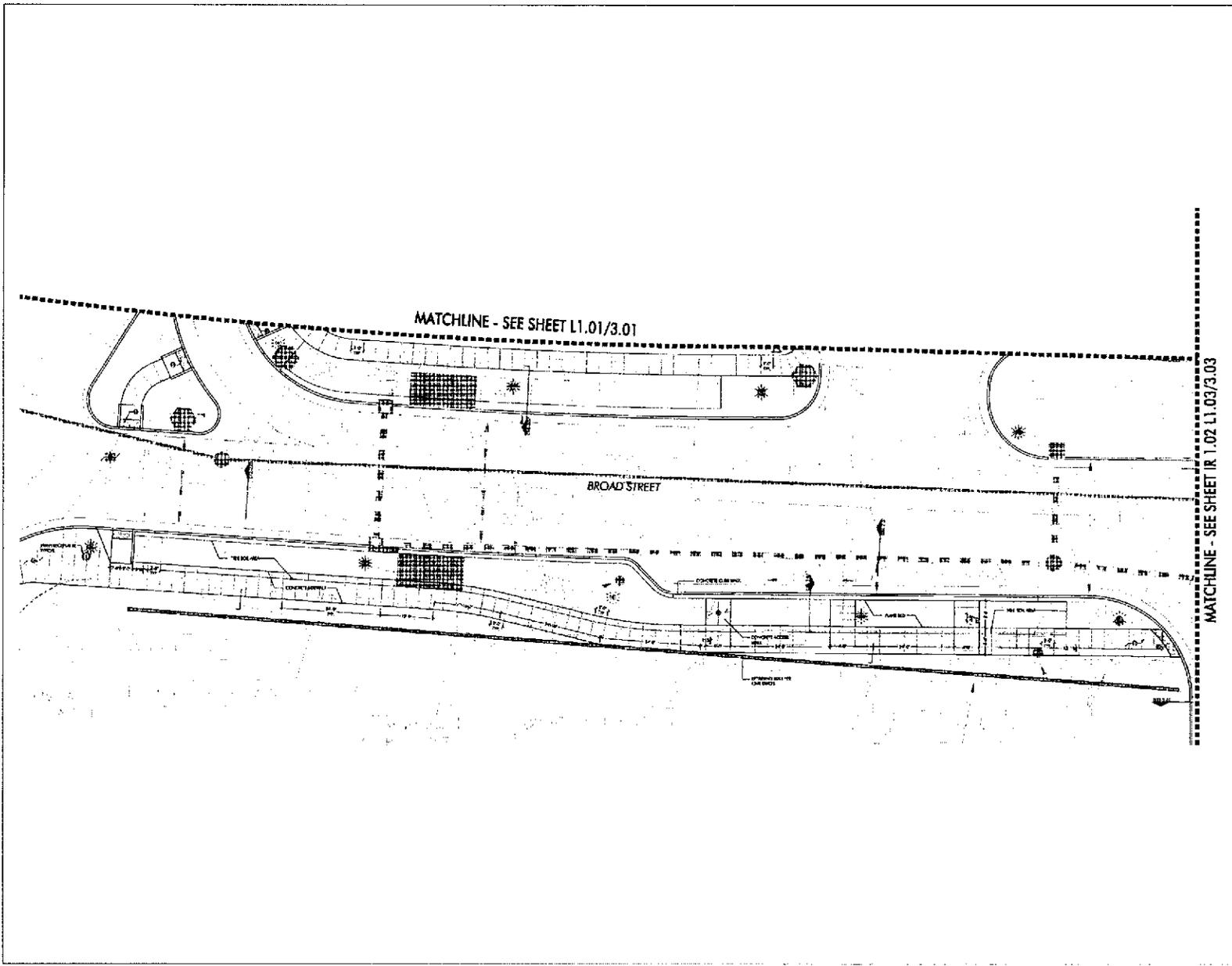
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Spring Hill Station
 PROVIDENCE DISTRICT
 FAIRFAX COUNTY, VIRGINIA

The Georges Group
 8405 Greenboro Dr. P130
 McLean, VA 22102

CP (Preparation) 06.27.10
 CP (Revision) 08.24.10
 CP (Revision) 10.13.10
 CP (Revision) 11.20.10
 CP (Revision) 11.18.11
 CP (Revision) 0.25.11
 CP (Revision) 11.23.11
 CP (Revision) 11.30.11
 CP (Revision) 12.06.11
 CP (Revision) 7.13.12
 CP (Revision) 10.10.12
 CP (Revision) 11.28.12
 CP (Revision) 11.11.13
 CP (Revision) 1.28.13

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PART E
INTERIM PARK
EXHIBIT
 SCALE: 1"=40'
C-19A



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Revisions

NO.	DATE	DESCRIPTION
1	05/21/10	PRELIMINARY
2	06/24/10	REVISION
3	07/14/10	REVISION
4	07/20/10	REVISION
5	07/21/10	REVISION
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100	07/23/10	REVISION

WDC Project No. 1000000000
 Ground Floor Plan

Scale: 1"=40'
L-1.02

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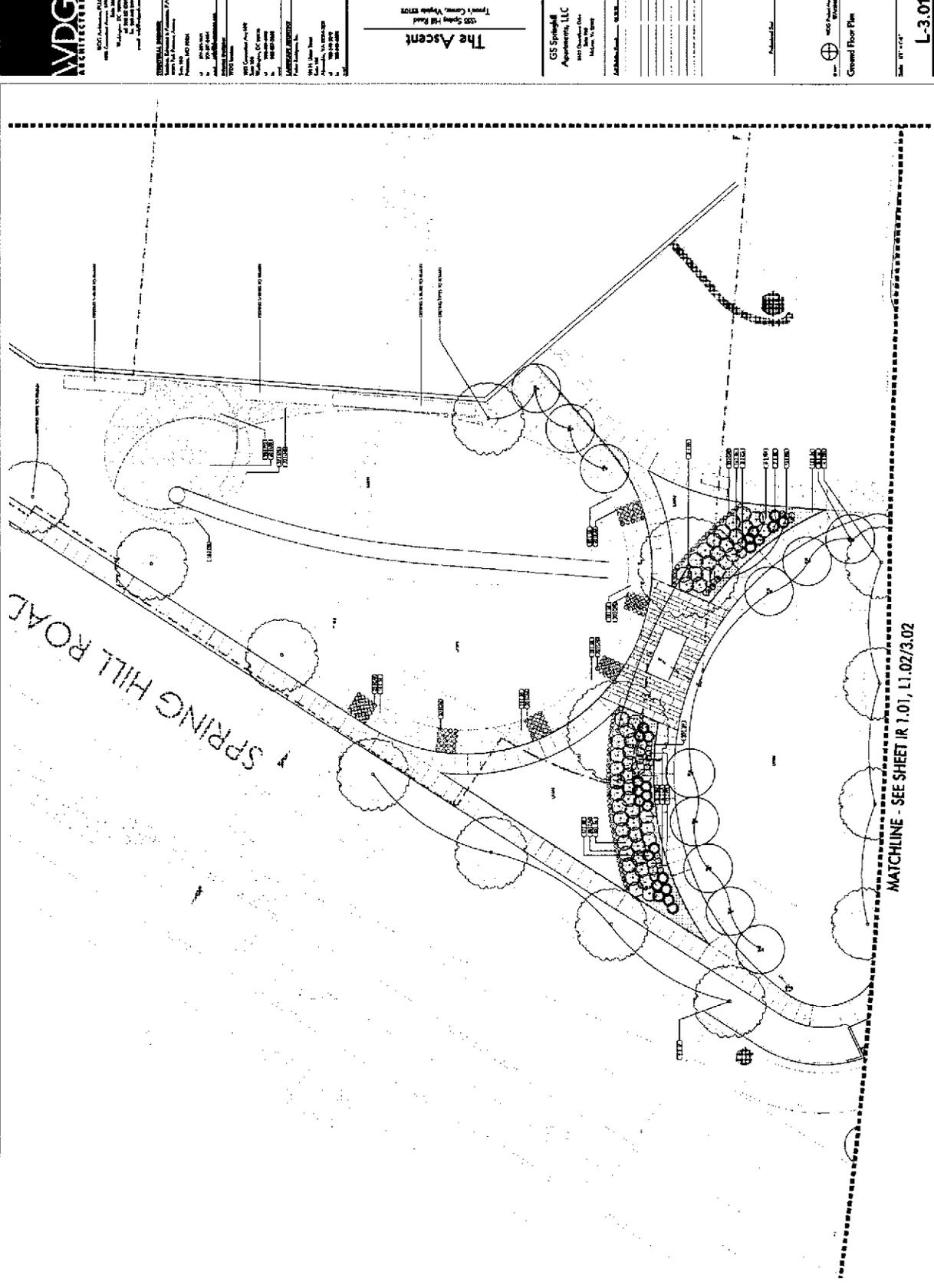
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PART E
INTERIM PARK
EXHIBIT
 SCALE: 1"=40'

C-19B



MATCHLINE - SEE SHEET IR 1.01, I1.02/3.02



1500 ...
 202 ...
 202 ...
 202 ...

The Ascent
 1555 ...
 1555 ...

CS Strategic
 Agreements, LLC
 1000 ...

Address: ...
 City: ...
 State: ...
 Zip: ...



1500 ...
 202 ...
 202 ...
 202 ...

The Ascent
 1555 ...
 1555 ...

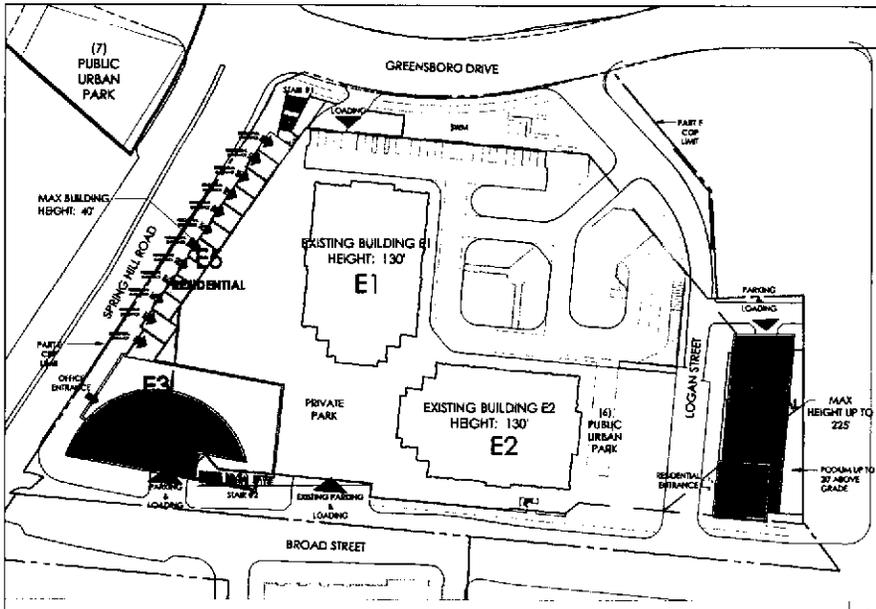
Spring Hill Station
 PROVIDENCE DISTRICT
 FAIRFAX COUNTY, VIRGINIA

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 City: ...
 State: ...
 Zip: ...

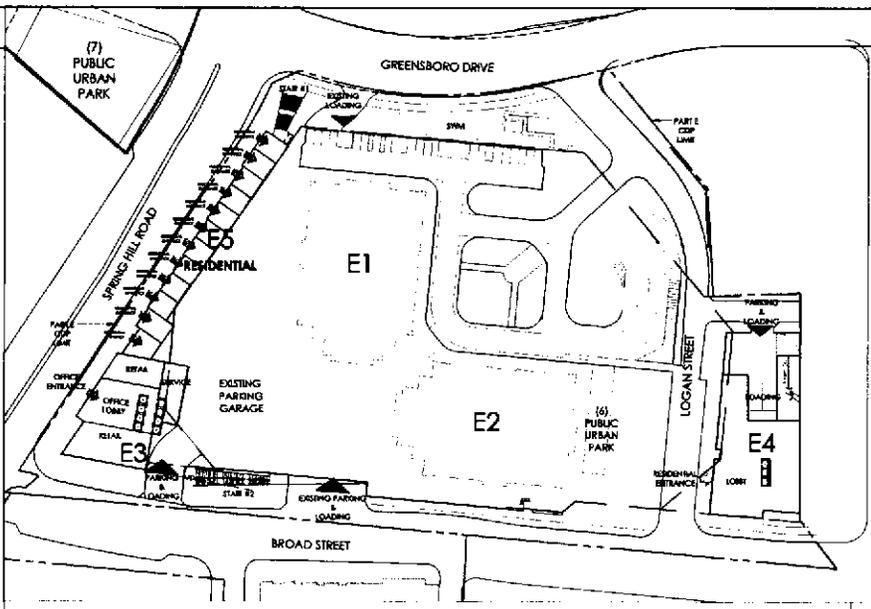
Part E
 INTERIM PARK EXHIBIT
 SCALE: 1"=40'

L-3.01

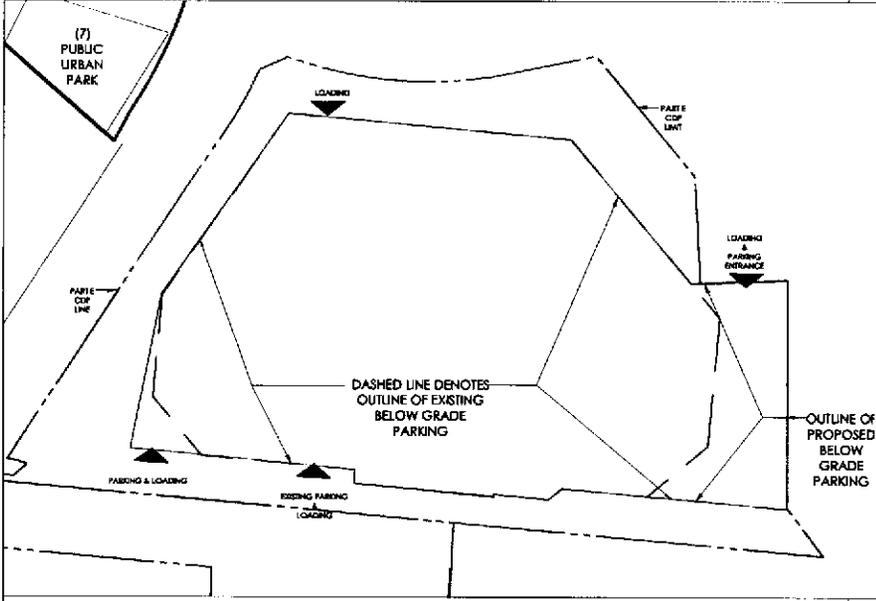
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ROOF PLAN 1



GROUND FLOOR PLAN 2



BELOW GRADE PARKING GARAGE 3

- NOTE:
1. MAXIMUM BUILDING HEIGHTS DO NOT INCLUDE MECHANICAL PENETRATION AND ARCHITECTURAL FEATURES. MAXIMUM BUILDING HEIGHT DO INCLUDE SOCIAL ROOMS/USABLE SPACE ON ROOF PENETRATION LEVEL.
 2. HEIGHT OF ROOF TOP MECHANICAL PENETRATION EQUIPMENT ARE UP TO 30'-0" HIGH.
 3. THE INTERIOR CONFIGURATION SHOWN INCLUDING BUT NOT LIMITED TO THE ELEVATORS, STAIRS, LOADING SPACES, ENTRANCES ARE CONCEPTUAL ONLY, AND SUBJECT TO TOP APPROVAL AND FINAL ENGINEERING AND ARCHITECTURAL DESIGN.
 4. OPTION 1 REPRESENTS THE MAXIMUM COMMERCIAL SCENARIO AND OPTION 2 REPRESENTS MAXIMUM RESIDENTIAL SCENARIO. THE APPLICANT RESERVE THE RIGHT TO DEVELOP AT THE LEVELS BETWEEN THESE TWO SCENARIOS PROVIDED THAT THE OFFICE LEVEL DOES NOT EXCEED OPTION 1 LEVEL AND THE TOTAL GFA DOES NOT EXCEED THE OPTION 2 LEVEL.



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Spring Hill Station
Part E
PROVIDENCE DISTRICT
FAIRFAX COUNTY,
VIRGINIA



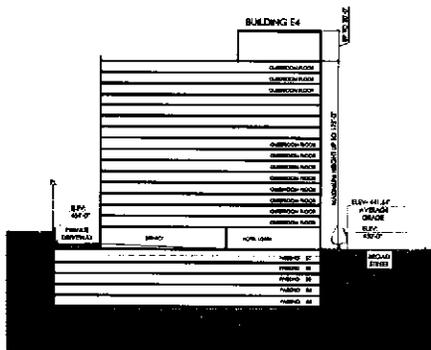
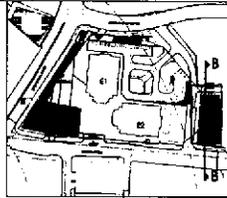
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CDP (Engineering)	04.24.10
CDP (Part E)	11.18.11
CDP (Part E)	02.15.12

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PART E
OVERALL PLAN
(OPTION 2 - MAXIMUM
RESIDENTIAL)

Scale: 1" = 40'

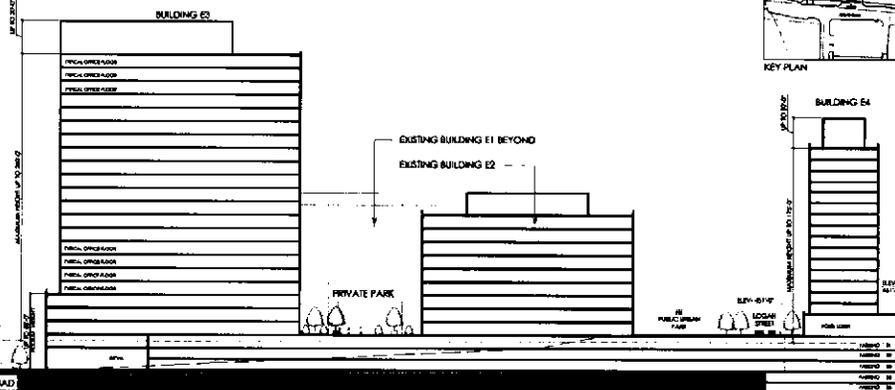
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- NOTES**
1. MAXIMUM BUILDING HEIGHTS DO NOT INCLUDE ROOF TOP MECHANICAL ENCLOSURE AND ARCHITECTURAL FEATURES.
 2. HEIGHT OF ROOF TOP MECHANICAL ENCLOSURE ARE UP TO 25' HIGH.
 3. REFER TO CIVIL DRAWINGS FOR STREET DESIGN AND SECTIONS.
 4. THE CONFIGURATION OF INTERIOR SPACES AS SHOWN ARE CONCEPTUAL ONLY AND SUBJECT TO FUTURE APPROVAL AND FINAL ARCHITECTURAL AND ENGINEERING DESIGN.
 5. APPLICANT RESERVES THE RIGHT TO PROVIDE ADDITIONAL LEVELS OF UNDERGROUND PARKING GARAGE PROVIDED THAT THE MAXIMUM PARKING RATES ARE NOT EXCEEDED.
 6. ALL BUILDING MASSING AND SETBACKS ARE SUBJECT TO FINAL ENGINEERING AND DESIGN. ULTIMATE BUILDING DESIGN, MASSING AND SETBACKS WILL BE DETERMINED AT FOP.



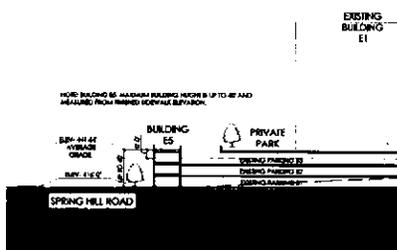
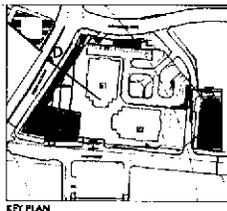
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2



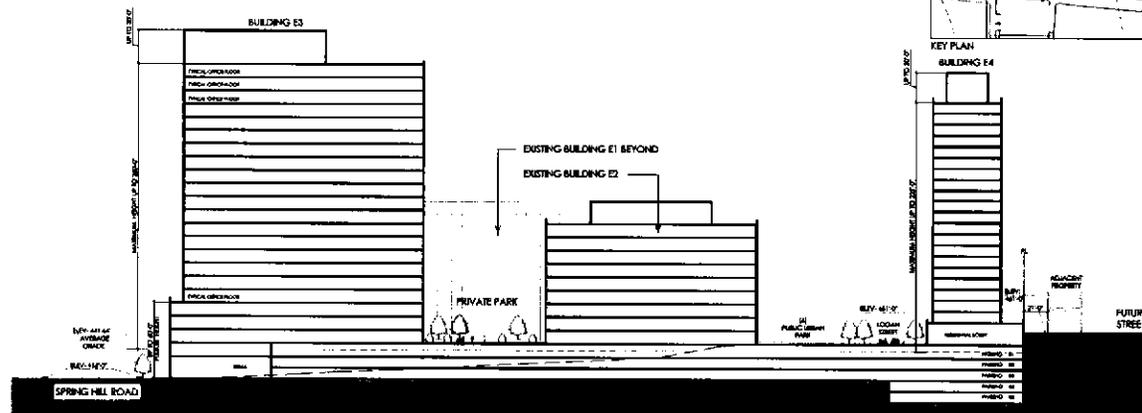
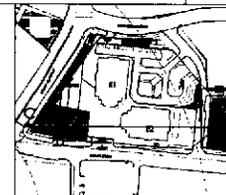
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1



SECTION D-D (OPTION 1 - MAXIMUM COMMERCIAL & OPTION 2 - MAXIMUM RESIDENTIAL)

4



SECTION C-C (OPTION 2 - MAXIMUM RESIDENTIAL)

3

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**Spring Hill Station
Part E**

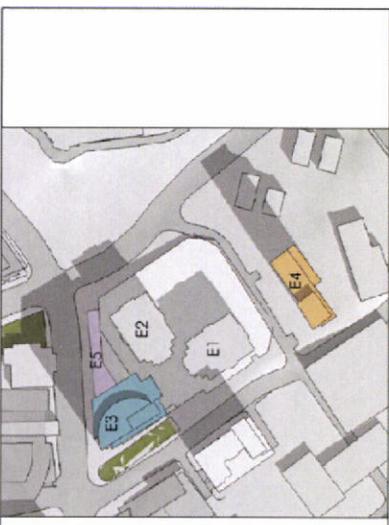
PROVIDENCE DISTRICT
FARMINGTON,
VERMONT

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CDP (Alternative)	02.04.10
CDP (Assessment)	02.14.10
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CDP Part E	02.15.12
CDP Part F	01.28.12
CDP Part G	11.28.12
CDP Part H	02.11.13
CDP Part I	01.28.13

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PART E
SECTION A-A, B-B,
C-C & D-D

Scale: 1" = 30'-0"

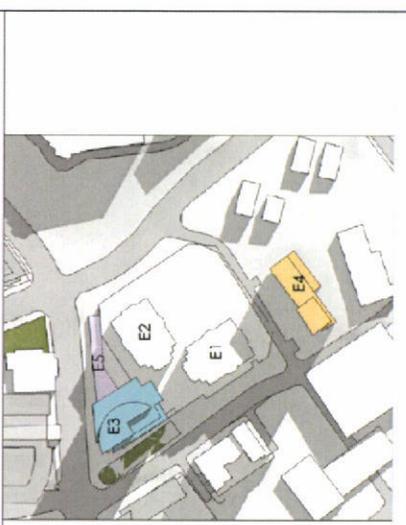
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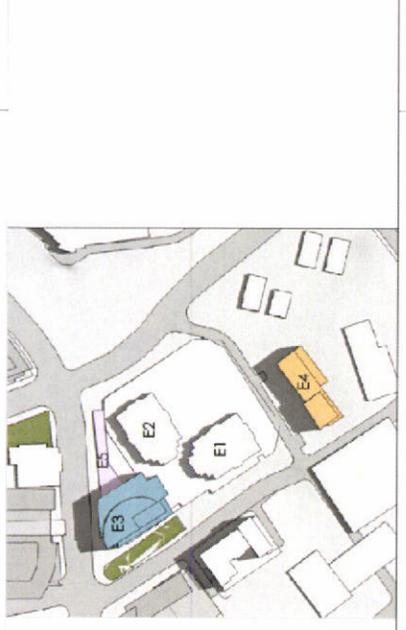
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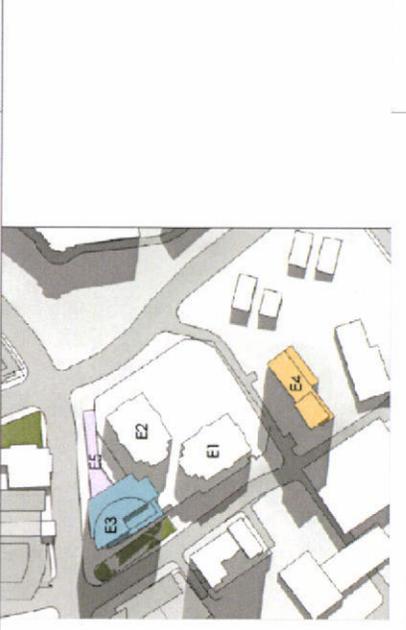
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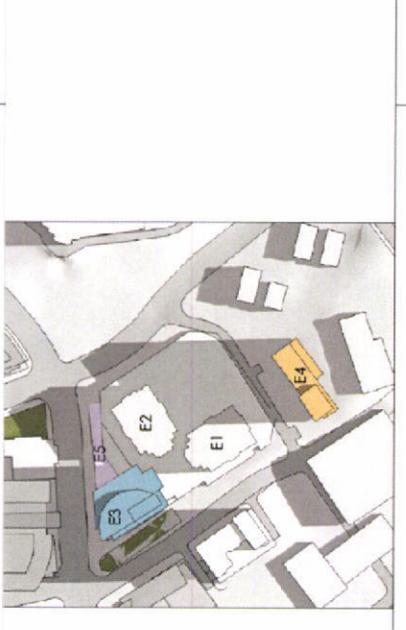
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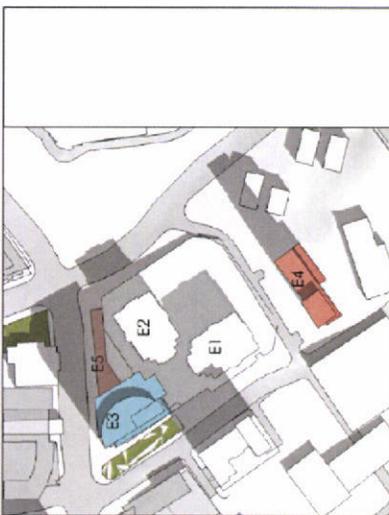
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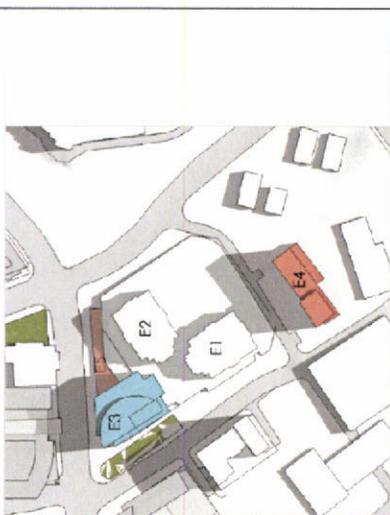
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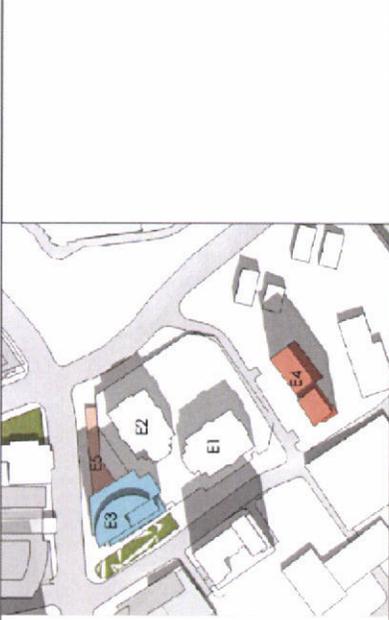
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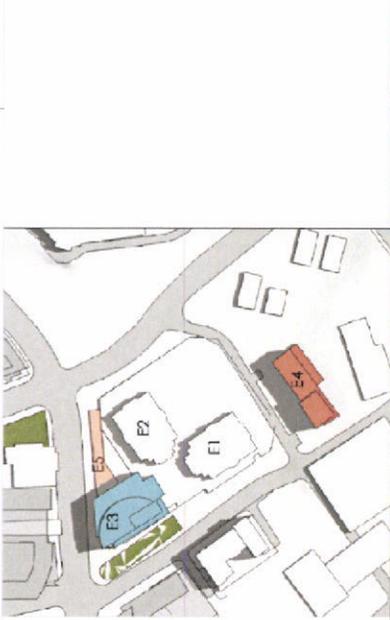
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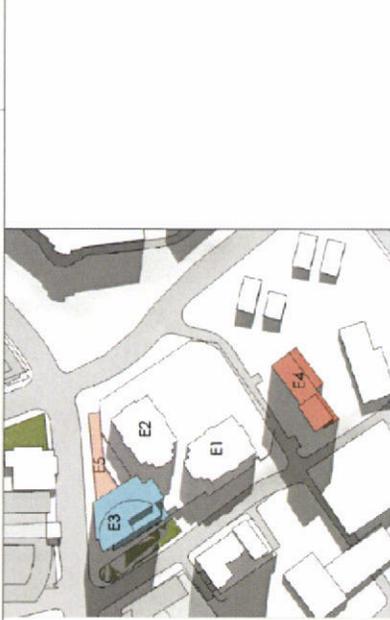
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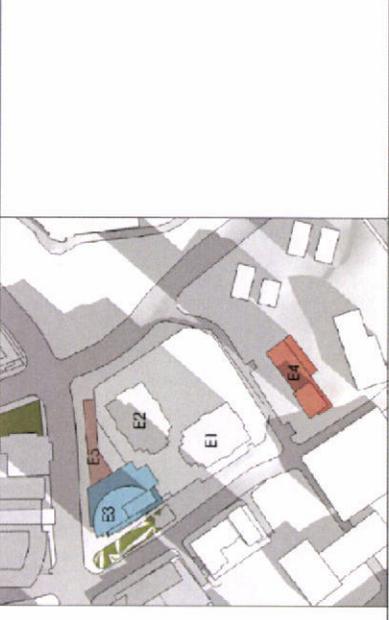
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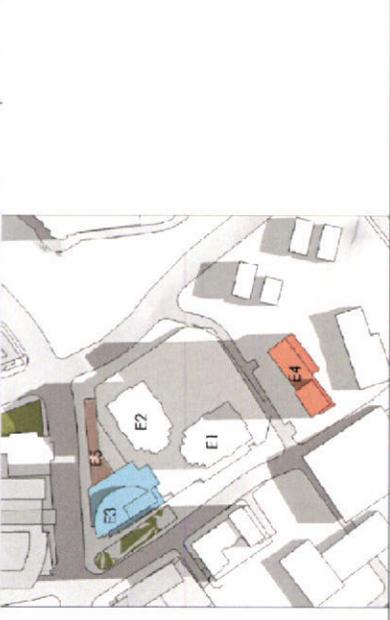
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DECEMBER 3:00 PM



DECEMBER 12:00 PM



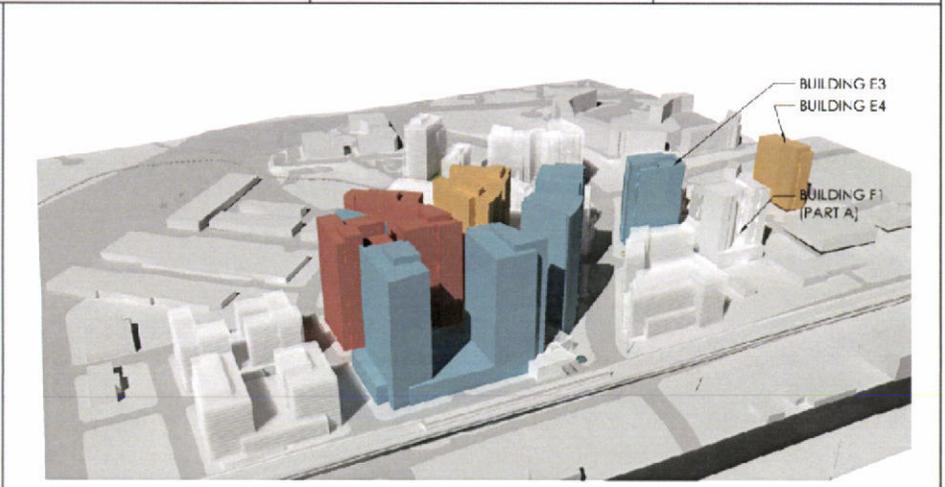
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RETAIL
 RESIDENTIAL
 OFFICE
 HOTEL
 PROPOSED BUILDINGS

LEGEND

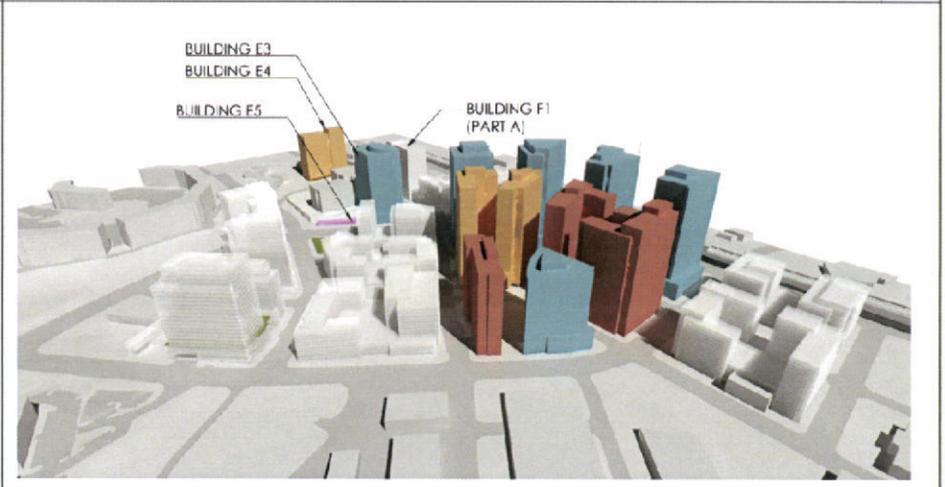
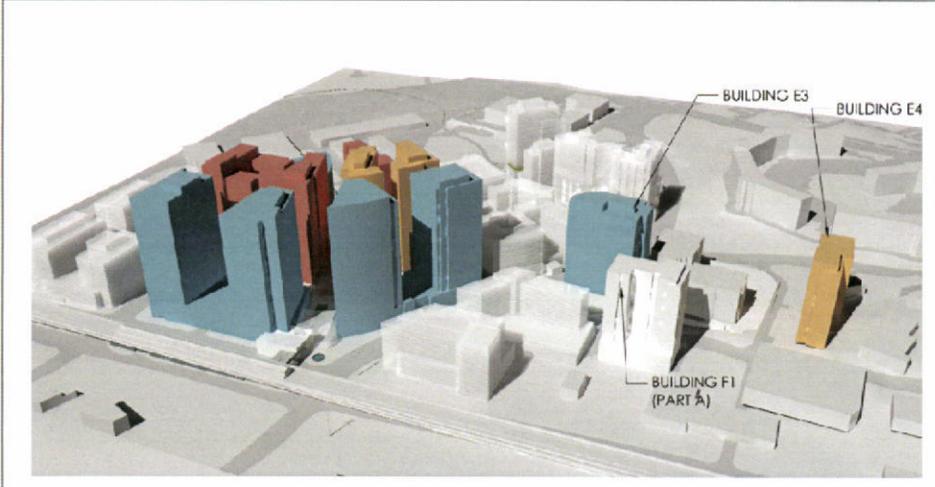
KEY PLAN

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A

B



C

D

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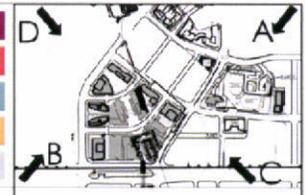
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Spring Hill Station
Part E
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 FAIRFAX COUNTY,
 VIRGINIA

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CDP	06.11.10
CDP (Revised/Updated)	08.24.10
CDP (Approved)	10.14.10
CDP (Part D)	11.23.11
CDP (Part E)	07.13.12
CDP (Part F)	10.19.12
CDP (Part G)	11.28.12
CDP (Part H)	09.11.13
CDP (Part I)	7.16.19

- RETAIL
- RESIDENTIAL
- OFFICE
- HOTEL
- EXISTING BUILDINGS



LEGEND

KEY PLAN

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 www: cwilton@wanda.com

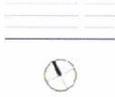
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**Spring Hill Station
 Part E**
 PROVIDENCE DISTRICT
 FARMEX COUNTY,
 VIRGINIA



The Chesapeake Group
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 Office, VA 22022

CDP	08.12.10
CDP (Amendment)	08.14.10
CDP (Part A)	10.14.10
CDP (Part E)	11.23.11
CDP (Part D)	01.13.12
CDP (Part F)	10.19.12
CDP (Part G)	11.06.12
CDP (Part H)	01.11.13
CDP (Part I)	01.16.13

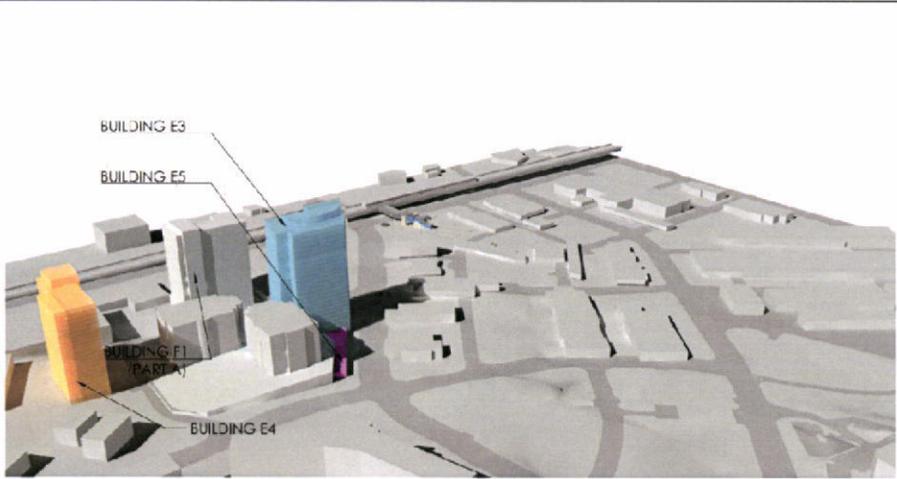


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 PWS 1

PROPOSED DEVELOPMENT
 WITH EXISTING
 CONTEXT-OPTION 1

Scale: NTS

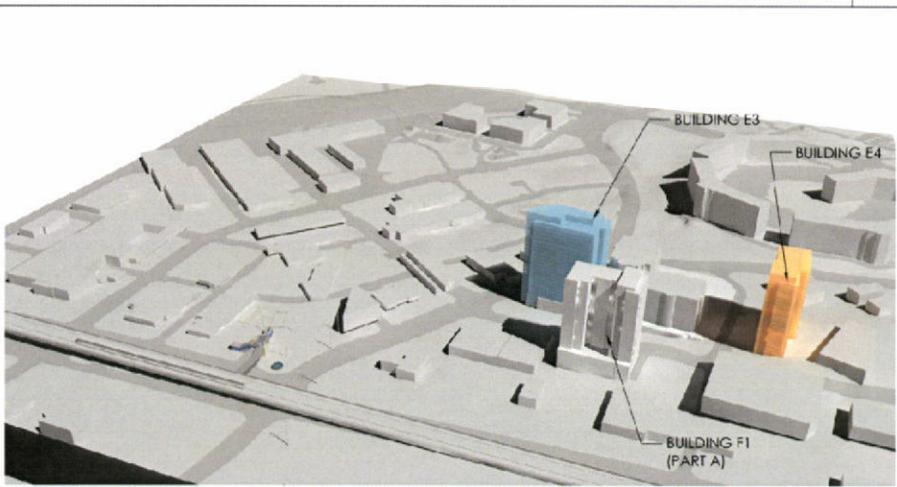
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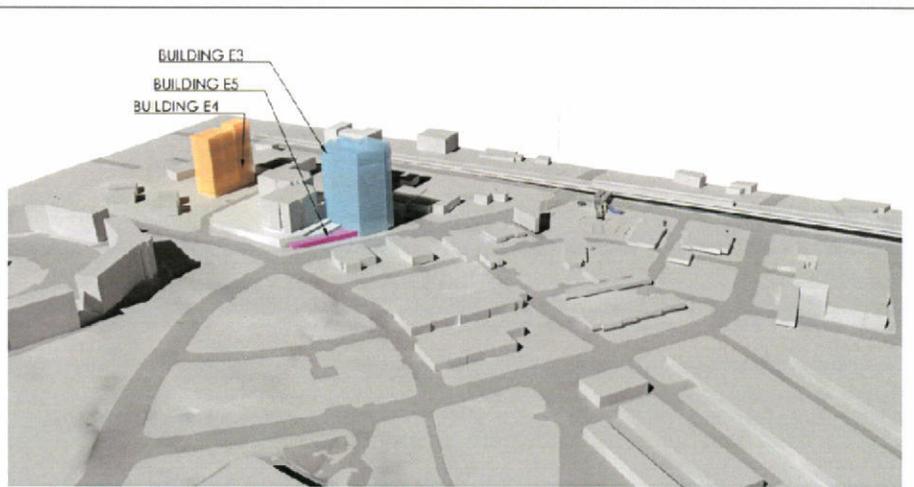
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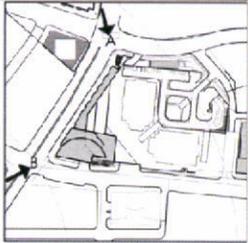
B



C



D



NOTES:

1. ALL "PROSPECTIVE" VIEWS ARE ILLUSTRATIVE AND ARE SUBJECT TO FINAL ENGINEERING AND DESIGN.
2. REFER TO LANDSCAPE ARCHITECTURE FOR CONCEPTUAL DESIGN OF TERRACING AND PUBLIC PARK.



A - BUILDINGS E3, E5, & GREENSBORO CORPORATE CENTER - VIEW FROM GREENSBORO DRIVE 1



B - BUILDING E3 - VIEW FROM SPRING HILL ROAD 2



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**Spring Hill Station
Part E**
PROVIDENCE DISTRICT
FAREHAM COUNTY,
VIRGINIA



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CDP	06.25.10
CDP (Revised)	06.24.10
CDP (Part E)	02.14.13
CDP (Part E)	11.23.11
CDP (Part E)	07.23.12
CDP (Part E)	10.19.12
CDP (Part E)	11.08.12
CDP (Part E)	01.11.13
CDP (Part E)	07.25.13



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PART E

ILLUSTRATIVE VIEWS -
NEIGHBORHOOD 2

S.D. NIS

A-9.0



KEY PLAN

- NOTES**
1. ALL TOPSOILS MUST BE ELIGIBLE FOR REUSE AS PER LOCAL REGULATIONS.
 2. DRAINAGE AND DESIGN SHALL BE DETERMINED BY THE LOCAL HEALTH DEPARTMENT.
 3. VERIFY ALL UTILITIES PRIOR TO CONSTRUCTION.

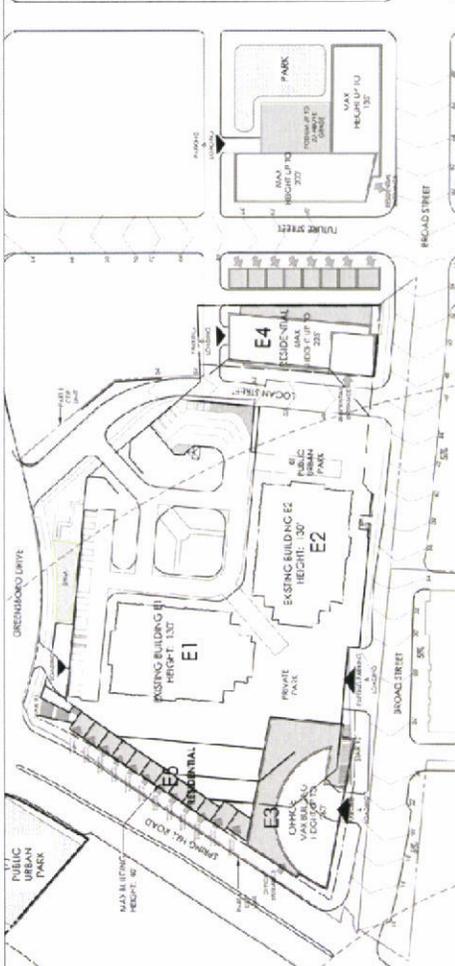


C - VIEW OF E5 (RETAIL) FROM SPRING HILL ROAD

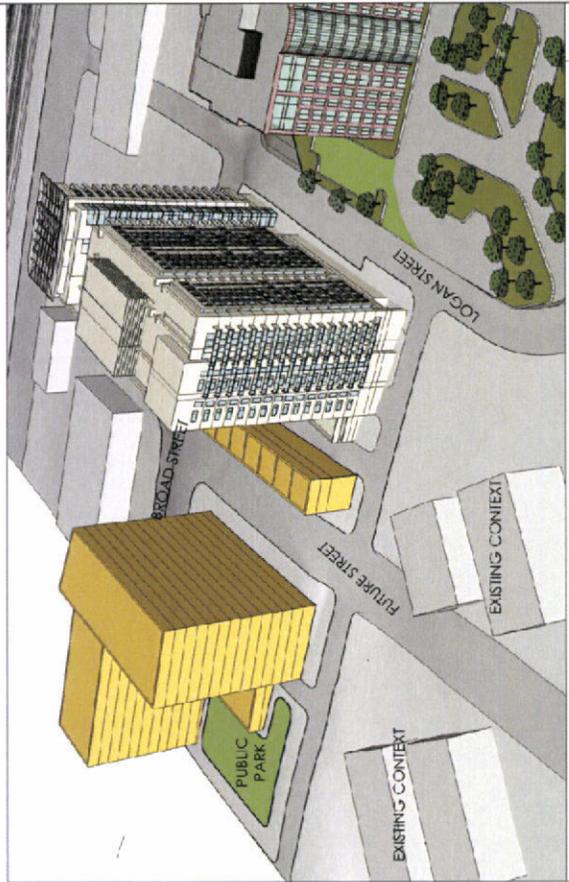


D - VIEW OF E5 (RESIDENTIAL) FROM SPRING HILL ROAD

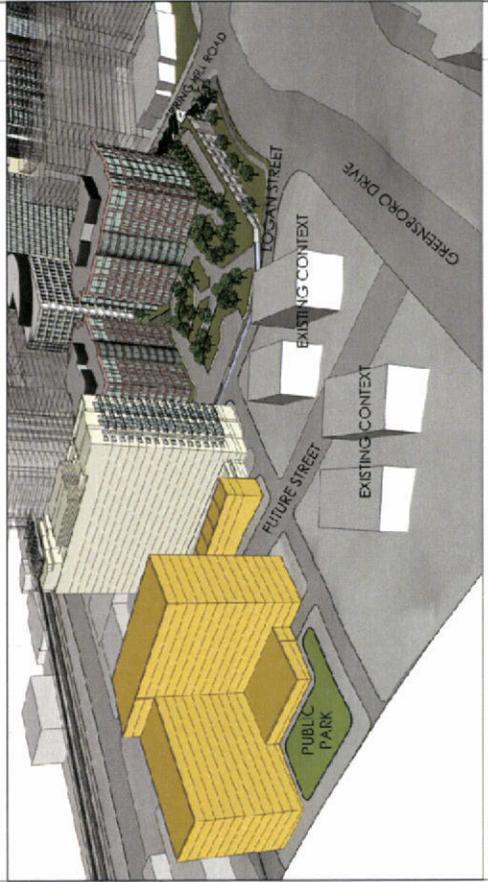
- NOTES:**
1. MAXIMUM BUILDING HEIGHTS DO NOT INCLUDE MECHANICAL STRUCTURES AND ANTENNAS. SEATTLE, VANANUS BUILDING HEIGHTS DO INCLUDE SEVERAL RECREATION SPACES ON PROPOSED LEVEL.
 2. HEIGHT OF PLANTING RECOMMENDATIONS INCLUDES UNLIMITED AREAS.
 3. THE ABOVE CONSTRUCTION CONSIDERATIONS DO NOT APPLY TO THE EXISTING BARRIERS (WALKING SPACES IN MARKET ARE CONCEPTUAL ONLY) SUBJECT TO "ARTISAN" AND FINAL ENGINEERING AND ARCHITECTURAL DESIGN.
 4. OFFICE, RETAIL, AND OTHER "COMMERCIAL" STRUCTURES AND OTHER 3 BARRIERS MAXIMUM BUILDING HEIGHTS. THE OFFICIAL REVIEW THE RIGHT TO DEVELOP AT THE OFFICIAL REVIEW AND THE OFFICE DOES NOT EXCEED THE OFFICE 1.1.1.1.1.



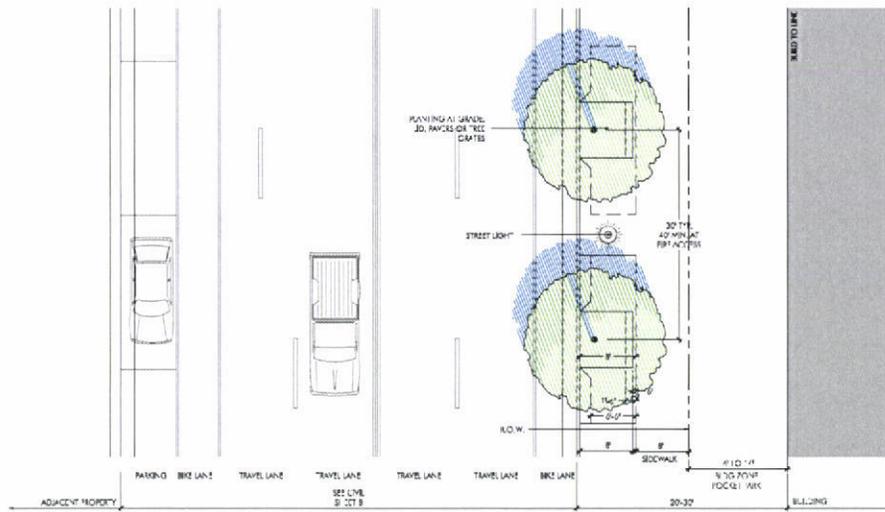
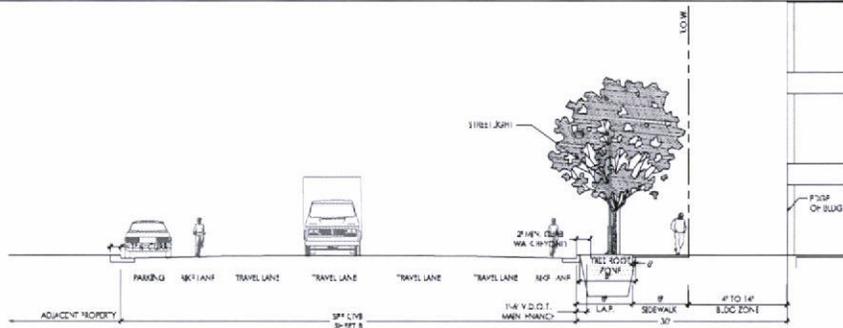
1 ADJACENT SITE DEVELOPMENT



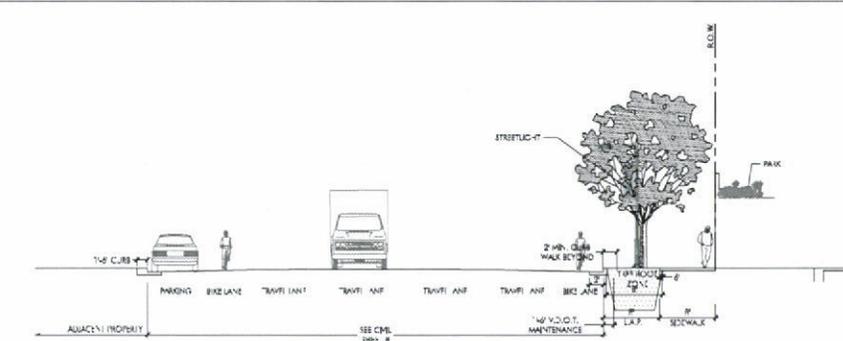
2 LOOKING DUE SOUTH AT ADJACENT SITE DEVELOPMENT



3 LOOKING DUE WEST AT ADJACENT SITE DEVELOPMENT



01 BROAD STREET
SCALE: 1/8"=1'-0"



02 BROAD STREET
SCALE: 1/8"=1'-0"

BROAD STREET STREETSCAPE CONCEPTS



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Spring Hill Station
Part E
PROVIDENCE DISTRICT
PARKFAX COUNTY,
VIRGINIA



The Overlander Group
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Washington, DC 20004

CPD RESUBMISSION 2023.08
CPD RESUBMISSION 2023.08



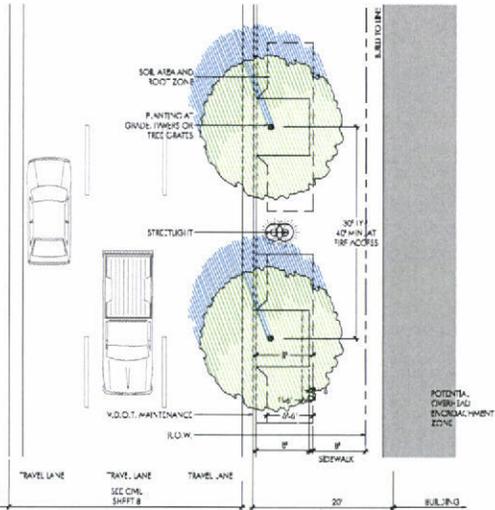
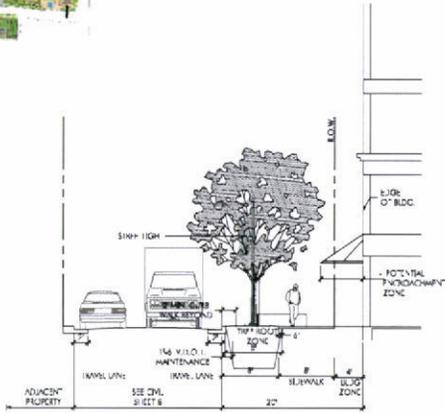
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STREET SECTIONS

Scale AS NOTED
L-2

THE STREETSCAPE SHOWN IS
CONCEPTUAL AND MAY BE
MODIFIED SUBJECT TO FINAL
DEVELOPMENT PLAN APPROVAL



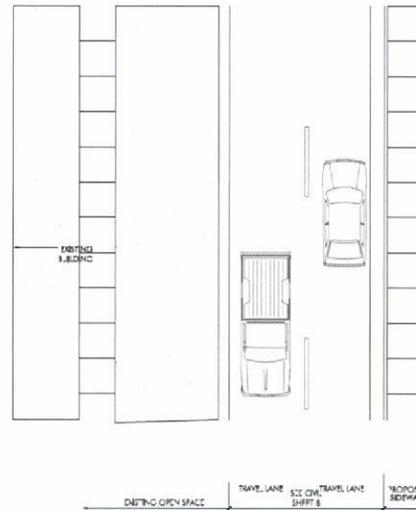
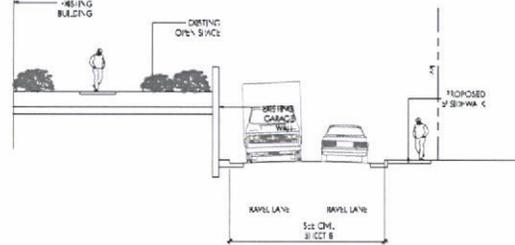
KEY



01 BROAD STREET-INTERIM SECTION
SCALE: 1/8"=1'-0"



KEY



02 BROAD STREET - INTERIM SECTION
SCALE: 1/8"=1'-0"

THE STREETScape SHOWN IS CONCEPTUAL AND MAY BE MODIFIED SUBJECT TO FINAL DEVELOPMENT PLAN APPROVAL

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Spring Hill Station
Part E
 PROPOSED DISTRICT
 FARMAN COUNTY,
 VIRGINIA

For Geopline Group
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CDP	11.30.11
CDZ (RESUBMISSION)	11.14.11

Scale AS NOTED

L-3

OVERALL PLAN

NEIGHBORHOOD 2 PART E

0.44 ACRES PUBLIC PARK SPACE PROVIDED

Spring Hill Station - Total Park Space Provided

Running Total for Parts A, B, D & E

Neighborhood 1	Public Urban Parks	34,800 sq. ft.
	Private Sky Parks	42,000 sq. ft.
	Total	76,800 sq. ft.
		1.27 Acres
Neighborhood 2	Public Urban Parks	28,800 sq. ft.
	Private Sky Parks	11,200 sq. ft.
	Total	40,000 sq. ft.
		0.92 Acres
Neighborhood 3	Public Urban Parks	22,000 sq. ft.
	Private Sky Parks	11,000 sq. ft.
	Total	33,000 sq. ft.
		0.76 Acres
Total Public Parks		85,600 sq. ft.
		2.95 Acres

CR-5/6

Public Urban Parks	Total	85,600
Private Sky Parks	Total	64,000
Total Public Parks		149,600
		3.36 Acres

In Addition, Spring Hill Station is providing Private Parks:

Neighborhood 1	0.46 Acres
Neighborhood 2	1.38 Acres
Neighborhood 3	1.51 Acres
Total Private Sky Parks	3.35 Acres

*Additional Private Park space may be provided with future FDPs.

Note:
Sky Parks include parks above street level, built on structures. All other parks are at-grade.

80% of Public Parks provided at Street Level



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M&T Construction Co., PBC
Mills, VA 22102

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Spring Hill Station
Part E
PROVIDENCE DISTRICT
FAIRFAX COUNTY,
VIRGINIA



CDP
CDP (RESUBMISSION)
CDP (RESUBMISSION)
CDP (RESUBMISSION)
CDP (RESUBMISSION)
CDP (RESUBMISSION)

11.26.17	11.26.17
02.03.18	02.03.18
05.15.18	05.15.18
11.08.18	11.08.18
01.01.19	01.01.19
07.08.17	07.08.17



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OVERALL PARKS PLAN

Scale: 1"=100'

L-5



THE OVERALL PLAN SHOWN IS CONCEPTUAL AND MAY BE MODIFIED SUBJECT TO FINAL DEVELOPMENT PLAN APPROVAL

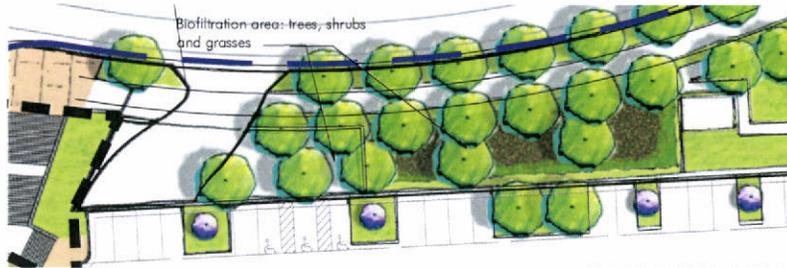


SCALE
 1" = 100'-0"
 1" = 200'-0"
 1" = 300'-0"
 1" = 400'-0"
 1" = 500'-0"
 1" = 600'-0"
 1" = 700'-0"
 1" = 800'-0"
 1" = 900'-0"
 1" = 1000'-0"

NEIGHBORHOOD 3
 SIGHT DISTANCE AND
 UTILITIES

Scale: 1/8" = 1'-0"

L-6A



THE PLAN AND IMAGERY SHOWN IS CONCEPTUAL AND MAY BE MODIFIED SUBJECT TO FINAL DEVELOPMENT PLAN APPROVAL

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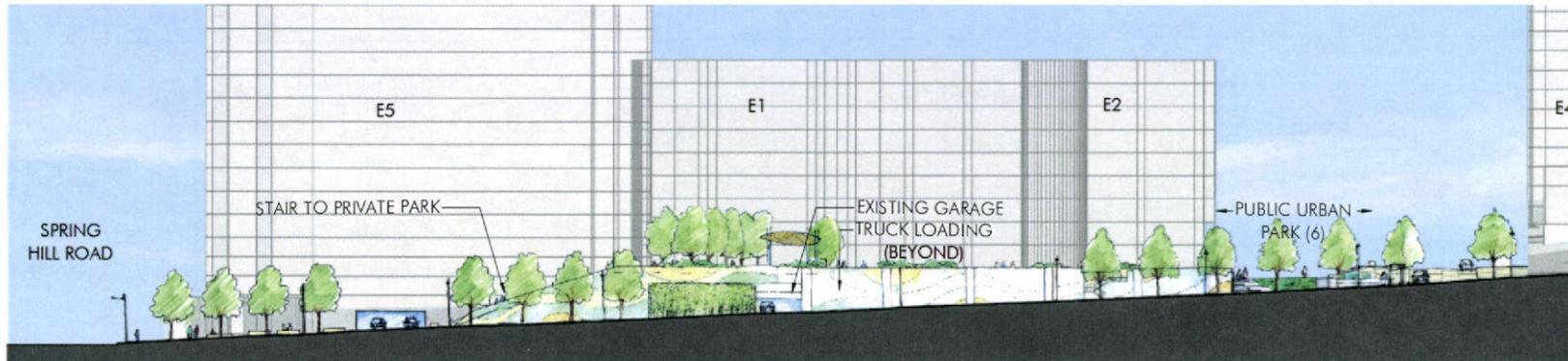
Spring Hill Station
Part E
PROVIDENCE DISTRICT
FARMAC COUNTY, VIRGINIA

CDP	11.19.17
CDP (RESUBMISSION)	07.13.18
CDP (RESUBMISSION)	10.19.18
CDP (RESUBMISSION)	11.01.18
CDP (RESUBMISSION)	02.01.19
CDP (RESUBMISSION)	01.28.19

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PARK PLANS

Sheet
L-8

NEIGHBORHOOD 2 PARKS



SCALE
1"=30'-0"

THE PLAN AND IMAGERY SHOWN IS CONCEPTUAL AND MAY BE MODIFIED SUBJECT TO FINAL DEVELOPMENT PLAN APPROVAL



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Spring Hill Station
Part E
PROVIDENCE DISTRICT
FAIRFAX COUNTY,
VIRGINIA



CD SUBMISSION 11.18.11
CD SUBMISSION 12.14.11
CD SUBMISSION 01.18.12
CD SUBMISSION 02.14.12
CD SUBMISSION 03.14.12

SECTION AT BROAD STREET

Sheet
L-9



Spring Hill Station
FAIRFAX COUNTY, VIRGINIA

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PEDESTRIAN HIERARCHY PLAN

PEDESTRIAN & BICYCLE CIRCULATION

FOR SPECIFIC PEDESTRIAN AND BICYCLE FACILITIES, SEE PROFFERS



KEY :

- PUBLIC ELEVATOR
- PUBLIC SIDEWALK - 8' W MIN.
- PUBLIC ALLEY SIDEWALK - 5' W MIN.
- 5' DEDICATED BIKE LANE
- PUBLIC SIDEWALK - 10' W MIN.
- PUBLIC STAIRWAY
- PUBLIC SIDEWALK - 8' W MIN.
- EXISTING SIDEWALK
- OFF-SITE SIDEWALK
SEE PROFFERS FOR R2 2010-PR-014-B



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 Designer: Anna Greenberg
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Spring Hill Station
Part E
 PROVIDENCE DISTRICT
 FARMAS COUNTY,
 VIRGINIA

CDP	11.26.11
CDP PRESUBMISSION	01.04.12
CDP PRESUBMISSION	10.12.12
CDP PRESUBMISSION	11.08.12
CDP PRESUBMISSION	01.11.13
CDP PRESUBMISSION	01.08.13

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PEDESTRIAN & BICYCLE CIRCULATION



THE PLAN SHOWN IS CONCEPTUAL AND MAY BE MODIFIED SUBJECT TO FINAL DEVELOPMENT PLAN APPROVAL

BACKGROUND

This staff report addendum addresses two rezoning requests and one associated final development plan request. The applications are part of the 31.45 acre rezoning to the Planned Tysons Corner Urban District (PTC District) originally filed by the Georgelas Group LLC as RZ 2010-PR-014, and known as Spring Hill Station. Below is a short description of the requests:

RZ 2010-PR-014-D: Requests to rezone to the Planned Tysons Corner Urban District (PTC District) for a mixed use development of seven buildings, including multi-family residential, office and hotel buildings ranging up to 400 feet in height, with ground floor retail and other uses. Maximum gross floor area (GFA): 2,786,000 square feet. Maximum floor area ratio (FAR): 6.43

FDP 2010-PR-014-D: Requests approval of a final development plan on a portion of the land area of RZ 2010-PR-014-D for a single high-rise residential building and an interim park on the north and an option to retain or replace an existing building on the south. Maximum GFA: 461,148 sf. Maximum FAR: 2.95.

RZ 2010-PR-014-E: Requests to rezone to the PTC District to permit the addition of three buildings to an existing office park of two buildings adding office and hotel or residential uses, with possible ground floor retail / other uses (the existing buildings will remain). Maximum GFA: 1,083,170. Maximum FAR: 3.29.

In the staff report published January 17, 2013, staff recommended approval of the applications, with the rezonings subject to the proposed proffers (included in the report) and the final development plan subject to the proposed development conditions (also included). As noted in the report, staff believed that the applications on the whole were an excellent example of transit-oriented development and addressed the many recommendations of the Comprehensive Plan. As with many applications of this size, however, a number of issues were still under discussion with the applicant.

In order to address these issues, the applicant has provided revised plans for all three applications and revised proffers for the two rezonings. Staff has also proposed revised development conditions for the FDP. This addendum outlines the changes in the plans, proffers and conditions. The revised plans are provided at the front of this report. The revised proffers and conditions are provided in Attachments 1, 2 and 3, and are shown with changes from the versions in the staff report in blackline for ease of review. Staff continues to recommend approval of the applications.

DISCUSSION

Changes to the Plans:

No substantive changes were made to the plans. The following clerical edits and minor changes were made to both sets of plans:

- Re-dated all plans 1/28/13
- Verified and updated Sheet indexes on all plans
- Corrected spelling errors in several notes
- Updated several notes to indicate additional loading spaces will not increase driveway widths
- Revised hatch patterns on stormwater sheets for clarity

With regard to RZ 2010-PR-014D, the following changes were made:

- Sheet C-3 corrected the tax map reference for Parcel 54 in General Note 1
- Replaced Sheets C-18 and C-18B showing final state of interim fire station plan and additional details (which had been inadvertently removed)
- Deleted a large video screen shown on the side of Building D1.

With regard to FDP 2010-PR-014D, the applicant edited a note to require landscaping and tree cover to be in substantial conformance with that shown on FDP (rather than "remain consistent").

Changes to the Proffers:

Because many of the proffers are similar or identical for applications RZ 2010-PR-014D (014D) and RZ 2010-PR-014E (014E), the following list identifies and discusses each issue. These changes are also shown in blackline in the proffers (014D proffers are found in Attachment 1; 014E proffers are found in Attachment 3 is 014E). Minor editorial changes are shown in the proffers but not discussed here.

- In consultation with staff, the applicant has reorganized the proffers relating to the proposed development uses and FDPs so that the structure of the documents is more intuitive, and to align the proffer structure of the two cases. Both sets of proffers now:
 - Define existing development and interim uses (if any) within Proffer #4;
 - Define the proposed development within Proffer #5A;
 - Define the maximum floor area with Proffer #5B;
 - Provide for flexibility beyond the building square footages shown in the tabs for each case within Proffer #5C;
 - Identify Special Exception and Special Permit Uses within Proffer #5D; and
 - Discuss Final Development Plans and the features that will be provided with the submission of each FDP within Proffer #6.

These edits do not substantially change the proffers as seen in the staff report but provide for a logical and clear proffer structure.

- Proffer #4B, 014D: Added commitment to sign interim parking lots as temporary or interim (no interim parking is proposed in 014E)
- Proffers #6F, 014D and 014E: Added commitment to provide a description of how the proposed development and other FDP applications related to the zoning case will address the desired mix-of-uses
This commitment was added to address the stated concern that if the minimum residential commitment was constructed, an undesirable use mix might result.
- Proffer #6G, 014D and 014E: Added commitment to provide details of any parapet walls, etc. that extend more than three feet above a roof to all FDP applications
This proffer was added to address the staff's concern that the applicant did not provide enough information regarding the proposed walls to support the requested waiver.; With the addition of this proffer, staff supports the waiver allowing such features when shown on an approved FDP.
- Proffer #6P, 014D and Proffer #6O, 014E: Added commitment to provide details, to the extent known, of when tandem and valet parking will be used to all FDP applications
This commitment was added to address the staff's concern that the application did not provide enough detail about how the tandem and valet parking would operate. With the addition of this proffer, staff supports the waiver allowing the use of tandem and valet parking as part of the required parking.
- Proffer #6P, 014D and Proffer #6O, 014E: Added commitment to provide details of how parking will be phased to meet the parking maximums at build-out to all FDP applications where the proposed FDP proposes to exceed the maximum parking rates (ie., when parking is front loaded)
- Proffer #6V, 014D and Proffer #6U, 014E: Added commitment to provide details of any fencing that exceeds seven feet in height to all FDP applications
This proffer was added to address the staff's concern about the lack of information about the proposed fencing. With the addition of this proffer, staff supports the waiver allowing such features when shown on an approved FDP.
- Proffer #21Hv, 014D and 014E: Added clarification to commitment to maintain and replace streetlights to include maintenance and replacement of the pole and bracket as well as the fixture
- Proffer #22Cvii, 014D and 014E: Deleted language referencing Article 12 (signs) and Comprehensive Sign Plans from the proffer relating to interim conditions because this is already required elsewhere in the proffer (duplicative)
- Proffer #22D, 014D: Revised language relating to alternative uses on Building D1 site to clarify commitment that alternative uses may be provided at any time but one of the two options for alternative uses will be definitely provided with the second of the

D2 buildings. This language is consistent with the discussion in the staff report and the proposed development condition on the FDP

- Proffer #23A, 014D and 014E: Deleted definition of “construct” in street proffers as a definition is included earlier in the proffers, in proffer #7 (duplicative)
- Proffers #26A1 and #26Bi, 014D: Added commitment to demonstrate in writing efforts to acquire off-site rights-of-way for the purpose of constructing a more complete street grid
- Proffer #26Aii, 014D: Clarified that, if interim sections of particular streets are constructed, applicant will escrow funds for the removal of the interim improvements by others at such time as the ultimate alignment is constructed and the provision of the necessary easements to allow this work
This proffer addresses staff's concern that the applicant should ensure that the ultimate street alignment will be able to be built in the future if interim sections are constructed now.
- Proffers #26C and #26D, 014D: Clarified that, if interim street sections are constructed, the area of the ultimate street will be dedicated and the cost to complete such construction will be escrowed
This proffer also addresses staff's concern that the applicant should ensure that the ultimate street alignment will be able to be built in the future if interim sections are constructed now
- Proffer #28E, 014D: Added a commitment to “come to the table” if the developer of Parcel 57H (part of 014C) is ready to construct Merchant Street prior to the development of any of the 014D buildings along Merchant
This proffer addresses staff's concern that the applicant had not committed to participate in such discussions. The applicant had already provided a proffer to construct Merchant Street across Parcel 57H if permission is provided by the property owner.
- Proffer #30C, 014D: Added a commitment to provide written notification to the owners of adjacent properties when private access easements are recorded to the benefit of the adjacent property (such as along the service alleys under and between Buildings D1 and D2)
- Proffer #57, 014D and 014E: Modified ‘Arts and Entertainment’ proffer to provide examples of the types of arts-related uses that the applicant will work with the Arts Council to include in the development (at the applicant's discretion)
- Proffer #65, 014D and Proffer #62, 014E: Added a contribution to a Tree Preservation and Planting Fund of \$6,000 for 014D and \$1,000 for 014E, at the time of site plan approval for the first new building on each respective site

Changes to the FDP Development Conditions:

The following changes to the development conditions for FDP 2010-PR-014D are proposed by staff and shown in blackline in Attachment 2:

- Revise Condition #7 for clarity (relating to staff and Supervisor review of the final height of Building D2A)
It should be noted that the applicant has asked for additional modifications to this condition that are currently under review by staff.
- Delete Condition #8, which required a two-foot pedestrian step-off area along the Pierpoint Street streetscape. As noted in the staff report, the applicant had recently provided additional information about this area, and had requested that the condition be stricken. The applicant noted that the proposed tree pits are not bio-retention facilities (and therefore will be flush with the sidewalk, not recessed) and that the length of the tree pits has been minimized, reducing the distance a pedestrian would have to cross to reach the sidewalk. Staff has reviewed this information and has concluded that, in this instance, the streetscape as shown in the FDP (with no step off area along the tree pits) is appropriate and therefore proposes to delete the condition.
- Revise old Condition #9 (now #8) relating to the timing of dedication of Merchant Street across the northern end of the FDP area. As noted in the staff report, staff would like to see dedication on demand as a commitment whenever possible to facilitate the completion of the grid of streets in as timely a manner as possible. It is recognized that existing businesses and buildings impact dedication in some cases. Staff therefore proposed a condition requiring the dedication of Merchant Street at such time as a site plan for Building D2A was approved and any existing buildings were removed. The applicant has indicated that, because a site plan could be approved but not constructed, the timing referenced in the condition should be commencement of construction of Building D2A (i.e. pouring of footings and foundation). Staff does not object to this timing and has revised the language.
It should be noted that the applicant has also asked that this condition retain the applicant's right to utilize the dedication area for construction purposes; staff is currently reviewing this language.

Additional Waivers and Modifications supported:

The staff report noted four requested waivers/modifications that could be supported by staff if additional commitments were made to identify certain features on future FDPs. As noted above in the discussion of proffer modifications, the applicant has made these commitments and staff now supports the following waivers/modifications (in addition to those noted in the staff report):

- Waiver of Par. 2 of Sect. 2-506 of the Zoning Ordinance to allow a parapet wall, cornice or similar projection to extend more than three feet above the roof, when shown on an approved FDP.
- Waiver of maximum fence height to permit an increase from seven feet to 14 feet for sport courts and other features when shown on an approved FDP.
- Modification of Par. 4 of Sect. 11-202 of the Zoning Ordinance requiring a minimum distance of 40 feet of a loading space from a drive aisle when shown on an approved FDP.
- Modification of Sect. 7-0800 of the PFM to allow the use of tandem parking spaces with valet service as described in the proffers to be counted as required parking (as permitted by the PTC District regulations)

CONCLUSIONS AND RECOMMENDATIONS

Staff Conclusions

As noted, staff continues to believe that these applications conform to the recommendations of the Comprehensive Plan and good design principles. The revisions to the proffers address a number of the issues noted as outstanding in the staff report and, as such, represent an improvement to the applications. It should be noted, however, there are still a few issues that have not been addressed. Staff continues to recommend that the applicant commit to providing a contribution for open space and park facilities if the higher residential options are exercised. With regard to the Arts and Entertainment District, while the applicant has revised the proffer relating to the arts to be more specific, staff believes that additional measures could be taken to increase the commitment to making the Spring Hill Metro station area a true "arts and entertainment district." Most importantly, staff believes that the applicant's caveat on dedication of sidewalks (requiring the County to accept a deed restriction or nothing) is unacceptable and should be removed. This final issue has not been addressed by the applicant.

Outstanding issues notwithstanding, staff believes that these applications are an excellent example of transit-oriented development and address the many recommendations of the Comprehensive Plan. Staff therefore continues to recommend the following:

Recommendations

Staff recommends approval of RZ 2010-PR-014D, subject to the execution of proffers consistent with those contained in Attachment 1.

Staff recommends approval of FDP 2010-PR-014D, subject to FDP conditions consistent with those contained in Attachment 2 and to the Board's approval of RZ 2010-PR-014D.

Staff recommends approval of RZ 2010-PR-014E, subject to the execution of proffers consistent with those contained in Attachment 3.

Staff recommends approval of the following modifications and waivers for both applications:

- Modification of all trails and bike trails in favor of the streetscape and on-road bike lane system shown on the plans;
- Waiver of Par. 3 of Sect. 17-201 of the Zoning Ordinance to provide any additional interparcel connections to adjacent parcels beyond that shown on the plans and as proffered;
- Waiver of Par. 4 of Sect. 17-201 of the Zoning Ordinance requiring any further dedication and construction for widening of existing roads to address Comprehensive Plan requirements beyond that which is indicated in the plans and proffers;
- Waiver of Par. 1 of Sect. 6-506 of the Zoning Ordinance requiring a minimum district size of 10 acres in the PTC District;
- Waiver of a service drive on Route 7;
- Modification of interior and peripheral parking lot landscaping requirements for interim surface lots, when shown on an approved FDP or as applies to interim uses for existing conditions;
- Waiver of Zoning Ordinance Section 16-403 requiring a final development plan as a prerequisite to a site plan in the PTC District for the following features as shown on the CDP: public improvement plans associated with public streets, interim park space previously proffered with RZ 2010-PR-014A and located on RZ 2010-PR-014E, and minor modifications to the existing buildings on RZ 2010-PR-014E;
- Waiver of Sect. 11-302 of the Zoning Ordinance to allow a private street to exceed 600 feet in length as shown on the CDP;
- Modification of Sect. 7-0802.2 of the PFM to allow for the projection of structural columns into parking stall (no more than 4% of the stall area);
- Waiver to allow the use of underground stormwater management and best management practices in a residential development, subject to Waiver #8158-WPFM-002-1;
- Modification of the 10 year tree canopy requirements in favor of that shown on the Plans and as proffered;
- Modification of the tree preservation target in favor of that shown on the Plans and as proffered;
- Modification of Sect. 12-0702 1B (2) to permit the reduction of the minimum planter opening area for trees used to satisfy the tree cover requirement, in favor of that shown on the Plans and as proffered;.

- Waiver of Par. 2 of Sect. 2-506 of the Zoning Ordinance to allow a parapet wall, cornice or similar projection to extend more than three feet above the roof, when shown on an approved FDP;
- Waiver of maximum fence height to permit an increase from seven feet to 14 feet for sport courts and other features when shown on an approved FDP;
- Modification of Par. 4 of Sect. 11-202 of the Zoning Ordinance requiring a minimum distance of 40 feet of a loading space from a drive aisle when shown on an approved FDP; and.
- Modification of Sect. 7-0800 of the PFM to allow the use of tandem parking spaces with valet service to be counted as required parking (as permitted by the PTC District regulations) as described in the proffers.

ATTACHMENTS

1. Draft Proffer Statement: RZ 2010-PR-014D
2. Proposed Development Conditions: FDP 2010-PR-014D
3. Draft Proffer Statement: RZ 2010-PR-014E
4. Revised Affidavit: RZ 2010-PR-014D

PROFFERS
 GEORGELAS GROUP LLC
 RZ 2010-PR-014-D
January 28, 2013
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PROFFERS
GEORGELAS GROUP LLC
RZ 2010-PR-014-D

January 4~~6~~28, 2013

Pursuant to Section 15.2-2303(A) of the Code of Virginia (1950, as amended) and Section 18-204 of the Zoning Ordinance of Fairfax County (1978, as amended), the property owners and applicant, for themselves and their successors and/or assigns (hereinafter collectively referred to as the "Applicant"), hereby proffer that the parcels under consideration and shown on the Fairfax County 2012 Tax Maps as 29-1 ((1)) 18C and 29-3 ((1)) 54A, 57, 57B, and 57G (the "Subject Property") shall be in accordance with the following conditions if, and only if, rezoning application 2010-PR-014-D (the "Rezoning") is granted.

The Subject Property is part of a larger rezoning known as "Spring Hill Station" which includes four related components identified as A, B, D and E (collectively referred to as "RZ 2010-PR-014"). The Subject Property is the subject of RZ 2010-PR-014-D. Property identified as 2012 Tax Map 29-3 ((1)) 48D is the subject of RZ 2010-PR-014-A, which was previously approved. Property identified as 2012 Tax Map 29-3 ((1)) 60C is the subject of RZ 2010-PR-014-B, which was previously approved. Property identified as 2012 Tax Map 29-3 ((1)) 63C is the subject of RZ 2010-PR-014-E. RZ 2010-PR-014 is divided into three neighborhoods referred to as 1, 2 and 3 and six areas identified as Areas A, B, D, E, F and G. The Subject Property is in Neighborhood 1 and is referred to as Area D.

GENERAL

1. Conceptual Development Plan. The Subject Property shall be developed in substantial conformance with the Spring Hill Station Demonstration Project Part D Conceptual Development Plan ("CDP") dated June 22, 2010 and revised through January 4~~6~~28, 2013, prepared by VIKA, Incorporated, WDG Architecture, PLLC, and ParkerRodriquez, Inc. The CDP includes two options; Option 1 represents the maximum office proposal, Option 2 represents the maximum residential proposal. The Applicant reserves the right to develop in accord with either option or a combination of the two options. The proffered elements of the CDP are limited to the grid of streets, general location of the points of access, general location of the buildings, uses (i.e. office, hotel, residential and retail/service), building heights, amount, general location and quality of urban park land, and general quality and character of the streetscape. Other elements of the CDP may be adjusted or modified with approval of future Final Development Plans ("FDPs") in accordance with the provisions set forth in Sect. 16-402 of the Fairfax County Zoning Ordinance (the "Zoning Ordinance").
2. Minor Modifications. Minor modifications to the CDP may be permitted as determined by the Zoning Administrator. The Applicant shall have the flexibility to modify the layout shown on the CDP without requiring approval of a Conceptual Development Plan Amendment ("CDPA") provided such changes are in substantial conformance with the CDP as determined by the Zoning Administrator and do not affect the proffered elements

of the CDP identified in Proffer 1, pursuant to Par. 4 of Sect.16-403 of the Zoning Ordinance.

3. Umbrella Owners' Association or Equivalent. The Applicant shall cause the recordation of an umbrella owners association ("UOA") or the equivalent in the form of one or more reciprocal easement and/or joint maintenance and/or joint development agreements, and other governance documents as necessary (collectively referred to as "UOA or equivalent"), to provide for various proffer and maintenance obligations, including but not limited to, implementation of the TDM program, maintenance of the private streets and sidewalks, streetscapes and furnishings therein, publicly accessible park areas and any private utility systems. Such governance documents shall be submitted to the Office of the County Attorney to ensure they provide for the various proffers and maintenance obligations not otherwise covered by separate agreement with Fairfax County (the "County") and/or the Virginia Department of Transportation ("VDOT"). Said UOA or equivalent may be expanded to include other properties subject to RZ 2010-PR-014 as well as additional nearby properties.

PROPOSED DEVELOPMENT

- ~~4. Proposed Development. The maximum gross floor area ("GFA") (gross floor area as currently defined in the Zoning Ordinance), permitted on the Subject Property is 2,786,000 square feet, inclusive of density bonuses (the "Proposed Development"). Development of the Subject Property may include any use permitted in the Planned Tysons Corner Urban ("PTC") District, subject to limitations in the development tabulations on Sheet C-3A of the CDP and these Proffers. The primary uses of the Subject Property shall be office, hotel and multi-family residential dwellings, which may include accessory uses as defined by the Zoning Ordinance. The Retail/Service category provided in the development tabulations may include any non-residential use permitted in the PTC District, subject to the Use Limitations in Sect. 6-505, or uses accessory to the primary use.~~

~~The maximum GFA for office uses and those other uses that generate more AM and PM peak hour trips than hotel uses (those other uses hereinafter referred to "High-Trip Generating Uses") shall be 1,272,000. For the purpose of these Proffers, High-Trip Generating Uses shall be defined as Retail/Service uses in a single building that total more than 58,000 GFA. However, should there be a future amendment to the Zoning Ordinance with regard to the "High-Trip Generating Uses", the Applicant may, at its sole discretion, opt to utilize the amended Zoning Ordinance regulations in place of this paragraph.~~

~~The general extent and location of all Retail/Service uses shall be provided with the submission of each FDP, and shall be subject to review and approval. The GFA allocated to the Retail/Service category in each building as shown in the development tabulations on Sheet C-3A of the CDP may be shifted between buildings with an approved FDP, and the overall GFA allocated to the Retail/Service category may be increased without the need for a PCA or CDPA as long as the proposed increase is shown on an approved FDP and the maximum GFA for individual buildings is not exceeded. Any increase in the GFA allocated to the Retail/Service category in a primarily residential building that is~~

~~30,000 square feet more than that shown in the development tabulations on Sheet C-3A may require a supplemental traffic analysis as determined by the Fairfax County Department of Transportation ("FCDOT").~~

~~Uses allowed by special exception or special permit in the PTC District may be authorized through a separate special exception or special permit process without the need for a PCA or CDPA, provided the use is in general conformance with the approved CDP and the applicable approved FDP~~

5.4. Existing and Interim Structures and Uses.

- A. Except as provided in paragraph C below, the existing structures on the Subject Property, as shown on the CDP, may remain in use as an initial phase until such time as the portion of the Subject Property on which the existing structure(s) is located is redeveloped in accordance with this application, or as otherwise stated in these Proffers. The structures may not be modified or enlarged, except that minor modifications and minor building additions may be approved by the Zoning Administrator pursuant to the provisions of Par. 4 of Sect. 16-403 of the Zoning Ordinance or may otherwise be necessitated with the implementation of Proffer 22D. Interior modifications to the structures shall be permitted. Changes may be made to the site conditions as shown in the phasing Sheets A-6.0 through A-8.0 of the CDP and changes may be made to accommodate interim uses, including access modifications.

Those uses within the existing structures that are legally existing at the time of approval of this Rezoning but are not uses permitted in the PTC District include Vehicle Major Service Establishments, Warehouse Establishments, Wholesale Trade Establishments, Heavy Equipment and Specialized Vehicle Sale, Rental and Service Establishment, and Storage Yards (see Exhibit A). These uses may remain as permitted interim uses, but may not be enlarged, except that the Zoning Administrator may permit minor modifications or minor enlargements. If any such use is discontinued for a period of two years, it shall no longer be a permitted use.

- B. Privately owned and operated commercial interim off-street parking and commuter parking, at rates determined by the Applicant, shall be permitted in existing surface lots upon notification to FCDOT and without PCA/CDPA/FDP/FDPA approval and in new parking lots with a FDP as provided in paragraph C below, as an interim use on the existing properties at the sole discretion of the Applicant. Such parking areas shall be signed that they are interim or temporary facilities.
- C. Any use that is permitted in the PTC District, with the exception of residential and hotel uses, may also be permitted as an interim use subject to the Use Limitations in Sect. 6-505 and the provisions of Part A of this Proffer except that commercial off-street parking in new parking lots and large retail establishments (as defined in the Zoning Ordinance) shall not be permitted without FDP approval.

- D. Existing structures may be partially demolished to accommodate the construction in the early phases of development of the Subject Property. In that event, the portion of the existing structures to remain shall be included in the associated FDP for the purposes of coordinating site access, circulation and parking, and ensuring appropriate interim conditions and pedestrian improvements, but shall only be subject to transportation, streetscape or similar proffered improvements as shown on the approved FDP.
- E. Parking for any new interim uses shall be provided in accordance with Section 6-509 of the Ordinance.

5. Proposed Development.

- A. Uses. Development of the Subject Property may include any use permitted in the Planned Tysons Corner Urban ("PTC") District, subject to limitations in the development tabulations on Sheet C-3A of the CDP (the "Development Tabulations") and these Proffers. The primary uses of the Subject Property shall be office, hotel and multi-family residential dwellings. Accessory uses, as defined by the Zoning Ordinance, may also be included in any building designated for one of these primary uses.

The Retail/Service category provided in the Development Tabulations may include any non-residential use permitted in the PTC District, subject to the Use Limitations in Sect. 6-505. The general extent and location of all Retail/Service uses shall be provided with the submission of each FDP, and shall be subject to review and approval.

- B. Maximum Gross Floor Area.

- (i) The maximum gross floor area ("GFA") (gross floor area as defined in the Zoning Ordinance as of the date of these Proffers), permitted on the Subject Property is 2,786,000 square feet, inclusive of density bonuses (the "Proposed Development").
- (ii) The maximum GFA for office uses and other high trip generating uses (those other uses hereinafter referred to "High-Trip Generating Uses") shall be 1,272,000. For the purpose of these Proffers, High-Trip Generating Uses shall be defined as Retail/Service uses in a single building that total more than 58,000 GFA.

- C. Adjustments to Individual Building GFA. FDPs approved for individual building sites on the Subject Property shall establish the primary use (based on Option 1 or Option 2 shown in the Development Tabulations) and the maximum GFA for each building within the limits established by these Proffers and the CDP. The specific GFA for each building shall be established at final site plan.

- (i) If the GFA approved with the FDP for one or more buildings is less than the maximum GFA shown in the Development Tabulations for such

building(s), then the excess GFA under the selected Option 1 or Option 2 use may be utilized in another building or building(s) of the same use within the Subject Property, provided the excess GFA can be accommodated within the maximum building height(s) shown on the CDP and subject to approval of the applicable FDP(s) or FDPA(s) for the buildings transferring and utilizing the excess GFA.

- (ii) The GFA allocated to the Retail/Service category in each building as shown in the Development Tabulations may be shifted between buildings with an approved FDP, and the overall GFA allocated to the Retail/Service category in the Development Tabulations may be increased without the need for a PCA or CDPA as long as the proposed increase is shown on an approved FDP and the maximum GFA for individual buildings (as set forth in the Development Tabulations or as may be subsequently adjusted in accordance with subparagraph (i) above) is not exceeded. Any increase in the GFA allocated to the Retail/Service category in a primarily residential building that is 30,000 square feet more than that shown in the Development Tabulations may require a supplemental traffic analysis as determined by the Fairfax County Department of Transportation ("FCDOT").

D. Special Exception and Special Permit Uses. Uses allowed by special exception or special permit in the PTC District may be authorized through a separate special exception or special permit process without the need for a PCA or CDPA, provided the use is in general conformance with the approved CDP and the applicable approved FDP.

6. Final Development Plans. FDPs approved for individual building sites on the Subject Property shall establish the primary use (based on Option 1 or Option 2 CDP tabulations) and the maximum GFA for each building within the limits established by these Proffers and the CDP. The specific GFA for each building shall be established at final site plan. If the GFA approved with the FDP is less than the maximum shown on the CDP, the excess GFA under the selected use option may be utilized in another building or building(s) of the same use within the Subject Property, provided the excess GFA can be accommodated within the maximum building height(s) shown on the CDP and subject to approval of the applicable FDP(s) or FDPA(s) for the buildings transferring and utilizing the excess GFA. In addition, FDP and FDPA approvals may be requested from the Planning Commission in accordance with Section 16-402 of the Zoning Ordinance with respect to each respective building site without obtaining the consent and/or joinder of the owners of any of the other building sites. If requested by the District Supervisor, individual FDPs for the Subject Property which are not concurrent with this original rezoning or filed in conjunction with a PCA shall be subject to review by the Board of Supervisors (the "Board") to determine if the FDP is in accordance with the approved CDP and complies with applicable zoning district regulations. The Applicant shall provide written notice to the District Supervisor upon initial submission of each FDP or FDPA application filed after approval of this original rezoning that is not filed

concurrently with a PCA application, requesting a determination by the District Supervisor as to whether review by the Board is warranted.

The following information shall be provided with each FDP not filed concurrently with this rezoning application.

- A. Overall Tabulation. A tabulation indicating the development status of all property subject to RZ 2010-PR-014 A, B, D and E to include a listing of all existing and proposed buildings, along with the GFA, uses and parking approved on the CDP, FDP and site plan as may be applicable. The tabulation shall identify the reassignment of any excess GFA (as compared with what was originally shown on the applicable CDP) and shall be updated with each subsequent FDP and site plan approved for the Subject Property. A similar tabulation shall be provided on all site plans for the Subject Property.
- B. Tree Canopy Calculation. A tabulation indicating the tree canopy calculations of all property subject to RZ 2010-PR-014 A, B, D and E to be updated with each subsequent FDPA and site plan approved for the Subject Property.
- C. TDM Supplement. A copy of the previous TDM Annual Report, if available, to determine progress toward attaining TDM goals and any planned modifications to the TDM program.
- D. Sight Distance. Vehicular sight distance lines at all intersections within, and adjacent to, the FDP area overlaid on the Landscape Plan as provided in Proffer 21.
- E. Utilities. Approximate location of existing and proposed utilities to serve the area of the FDP including the location of the any utility vaults and maintenance points to stormwater management facilities overlaid on the Landscape Plan.
- F. Proposed Uses. A list of proposed uses, ~~and~~ demonstration of how such uses meet the applicable "Use Limitations" of Section 6-505 of the Ordinance, and a description in the statement of justification of how the mix of uses at the build-out of the Subject Property will comply with these Proffers.
- G. Architectural Elements. Specific information on architectural elements as provided in Proffer 8 as well as details regarding any parapet walls, cornices or similar projections extending more than three feet above the roof.
- H. Build-to-Lines. Refinement of the build-to-lines based on proposed uses, location of possible outdoor dining areas, and identification of awnings and canopies that extend beyond the building zone, as provided in Proffer 9.
- I. Streetscape. A graphic depiction of, and any adjustments to, the activated streetscape elements as provided in Proffer 10 and refinement of, and adjustments to, streetscape elements as provided in Proffer 21.

- J. Garage Treatments. Proposed parking garage façade treatments as provided in Proffers 8 and 11.
- K. Landscaping. Detailed landscape plans as provided in Proffer 20.
- L. Streetscape Furnishings. Submission of a “Streetscape Furnishing and Materials Plan” as provided in Proffer 21.
- M. Interim Conditions. Identification of specific proposed interim conditions within the FDP area and outside the FDP area as provided in Proffer 22.
- N. Alley Easements. Location of private access easements in the service alleys in Buildings D1, D2A and D2B, as provided in Proffer 30.
- O. Phasing. Identification of specific proposed phased improvements in accordance with Proffer 7 and those generally set forth on the phasing-related exhibits provided on Sheets A-6.0 through A-8.0 of the CDP.
- P. Parking Spaces. Refinement of the number of parking spaces as provided in Proffer 39; details, to the extent known, as to when tandem spaces and/or valet parking will be utilized; and assuming parking ratios in early phases exceed the maximum ratios allowed, a description in the statement of justification of how parking will be phased such that at the build-out of the Subject Property the maximum parking rates are not exceeded as provided in Proffer 40.
- P-Q. Loading Spaces. Identification of loading spaces located within 40 feet of a drive aisle.
- Q-R. Parks and Recreation. Specific park details, site amenities and substitute recreation facilities as provided in Proffer 50.
- R-S. Residential Amenities. Specific facilities and amenities to be provided for each residential building
- S-T. Stormwater Management. Identification of specific stormwater management facilities and access points to underground vaults as provided in Proffers 21 and 58.
- U. Rights-of-Way. Identification of proposed right-of-way lines associated with all public streets.
- T-V. Fencing. Identification of proposed fencing, screening, or barriers serving active recreational uses on roofs or adjacent to streets that exceed seven (7) feet in height.

~~If requested by the District Supervisor, individual FDPs for the Subject Property which are not concurrent with this original rezoning or filed in conjunction with a PCA shall be subject to review by the Board of Supervisors to determine if the FDP is in accordance with the approved CDP and complies with applicable zoning district regulations. The~~

~~Applicant shall provide written notice to the District Supervisor upon initial submission of each FDP or FDPA application filed after approval of this original rezoning that is not filed concurrently with a PCA application, requesting a determination by the District Supervisor as to whether review by the Board of Supervisors is warranted.~~

7. Development Phasing. The Proposed Development includes seven (7) buildings, which are identified on the CDP as Buildings D1, D2-A, D2-B, D3, D4, D5 and through D6. Development of each individual building may proceed in any order provided that each such building provides the phasing conditions depicted for such building on the CDP and that all proffers that apply to such building are addressed with the redevelopment of that building. Where a proffer establishes an obligation that applies to a building, reference to "Applicant" in such proffer shall mean the party undertaking the development of such building.

The Applicant shall construct the grid of streets and provide pedestrian improvements, public parks, private amenities and public facilities on the Subject Property in conjunction with the development of each new building in accordance with the phasing exhibits provided on Sheets A-6.0 through A-8.0 of the CDP and as further described in these Proffers. In addition, interim improvements as outlined in Proffer 22 and as may be determined at time of FDP approval shall be provided commensurate with the construction of each building. Adjustments to the phasing may be approved with FDP approvals without the requirement for a PCA or CDPA, provided the adjustments do not materially adversely affect the other phases.

For purposes of these Proffers "construct" shall mean that: 1) a committed road improvement is substantially complete and is available for use by the public for travel whether or not the improvement has been accepted for maintenance by the state, and 2) a committed publicly accessible park space improvement is substantially complete and open to use by the public for use whether or not the improvement has been accepted by the Fairfax County or FCPA.

ARCHITECTURAL DESIGN

8. Building Design. The architectural treatment of all buildings within the Proposed Development shall create a sense of identity and place, and shall create human scale through the use of unifying elements such as materials, textures, color, window treatments, decorative details, lighting, and landscaping. Buildings shall be designed with high quality architecture and building materials that are typically used on the exterior of Class A office buildings and residential, retail and hotel buildings of a similar quality. FDPs shall specify design information on building materials, architecture, parking garage and loading space treatments, and specific features designed to activate streetscapes as described in Proffer 10. A minimum of 10 percent (10%) of all dwelling units shall be designed and constructed with some Universal Design features as determined by the Applicant.
9. Build-to-Lines. Build-to-lines ("BTL") have been established as depicted on Sheets C-6 and C-6A of the CDP, to create an urban, pedestrian-oriented environment where

buildings are located close to the street and pedestrian/streetscape areas are located between the buildings and the streets. In general, building facades are intended to be configured in such a way as to provide a continuous street wall along this line, but modifications to either side of the BTL shall be permitted as shown on an approved FDP. Awnings and other architectural canopies attached to the building frontage that project out from the BTLs shall not extend beyond the building zone, except as may be shown on an approved FDP. At the time of FDP approval, the Applicant shall identify possible locations along the street level for expanded areas for outdoor dining adjacent to cafes and restaurants and shall provide appropriate building zones for such uses.

10. Activated Streetscapes and Ground Floor Elements. The ground floors of all new buildings on the Subject Property, except those buildings with only residential uses on the ground floor, shall be designed and constructed with non-residential portions of ground floors having an average floor to floor height of 16 feet to accommodate potential non-residential uses designed to activate the streetscape. In addition, the Applicant shall provide for a hierarchy of activated streetscapes throughout the Subject Property as delineated on Sheet L-18-19 of the CDP and described below. The specific activation elements to be utilized for each building shall be graphically depicted on the FDP for review and approval.

- A. Primary Circulation Zones~~Primary Circulation Zones~~Pedestrian Corridors. These areas are designed to accommodate major pedestrian activity, providing access to the Tysons-Spring Hill Road-Metro Station (the "Metro Station") for walkers from the Subject Property and beyond and accommodating access to, and encouraging interaction with, a variety of uses on the Subject Property. ~~Primary Circulation Zones~~Pedestrian Corridors shall generally incorporate the following elements, which may be adjusted with approval of an FDP:

- (i) The ground floors of buildings shall incorporate active uses along approximately 75% of the street frontage, with functioning entry doors into such applicable uses provided with a maximum separation of 50 feet or less, unless a greater separation is needed to accommodate larger tenant spaces or as may be permitted by the Zoning Administrator. Should the requirements of a larger tenant not accommodate multiple entries with a maximum spacing of 50 feet, the design of the façade shall incorporate glazed elements no more than 20 feet apart that are a minimum of 48 square feet in area.
- (ii) A minimum 70% of the area of the street front ground floor facades of such buildings shall be constructed with glazed windows and doors or other transparent materials.
- (iii) Parking structures along the ground floor facades of buildings shall be minimized, but where they occur, the general façade detailing of the building above shall be continued to the ground plane or display windows provided.

(iv) Access to parking garages and loading/trash/service areas shall not be provided from Route 7 or Spring Hill Road. Loading/trash/service areas along other ~~Primary Circulation Zones~~ Pedestrian Corridors shall be minimized. Where such garage/loading/trash/service areas do occur along ~~Primary Circulation Zones~~ Pedestrian Corridors, they shall be screened from public view through the use of roll down doors or similar treatment.

B. ~~Secondary Circulation Zones~~ Pedestrian Corridors. These areas are designed to accommodate moderate pedestrian activity, providing access to the ~~Tysons-Spring Hill Road Metro Station (the "Metro Station")~~ for walkers from the Subject Property and beyond and accommodating access to a variety of uses on the Subject Property. ~~Secondary Circulation Zones~~ Pedestrian Corridors shall generally incorporate the following elements, which may be adjusted with approval of an FDP:

- (i) Where the ground floors of buildings incorporate non-residential uses, functioning entry doors into such applicable uses shall be provided with a maximum separation of 75 feet or less, unless a greater separation is needed to accommodate larger tenant spaces or as may be permitted by the Zoning Administrator. Should the requirements of a larger tenant not accommodate multiple entries with a maximum spacing of 75 feet, the design of the façade shall incorporate glazed elements no more than 20 feet apart that are a minimum of 48 square feet in area.
- (ii) A minimum 40% of the area of the street front ground floor facades of such buildings shall be constructed with glazed windows and doors or other transparent materials.
- (iii) In residential buildings that do not incorporate non-residential uses on part or all of the ground floors, the building design of the primary facades shall incorporate, to the degree feasible, recreational and amenity spaces on the ground floor with a minimum of 40% of the ground floor façade constructed with glazed windows and/or doors or other transparent materials, and/or incorporate entries in to individual dwelling units from the street level. If residential units have direct access to the streetscape from an individual unit, design features shall be employed to provide interior privacy (such as having a ground floor elevation that is above the sidewalk grade).
- (iv) Parking structures along the ground floor facades of buildings should be minimized, but where they occur, screening composed of architectural systems designed to restrict views into the garage spaces from street level shall be applied, or the general façade detailing of the building above may be continued to the ground plane.
- (v) Loading/trash/service areas along ~~Secondary Circulation Zones~~ Pedestrian Corridors shall be screened from public view through the use of roll down doors or similar treatment.

- C. Tertiary Circulation Zones Pedestrian Corridors. These areas are designed to accommodate modest pedestrian activity making connections to less intense areas or through alleys. Tertiary Circulation Zones Pedestrian Corridors, not located along private alleys, shall incorporate the following elements:
- (i) Where the ground floors of buildings incorporate Non-Residential Uses, a minimum 25% of the area of the ground floor facades of such buildings shall be constructed with glazed windows and doors or other transparent materials.
 - (ii) In residential buildings that do not incorporate Non-Residential Uses on part or all of the ground floors, efforts shall be made to incorporate, recreational and amenity spaces on the ground floor with appropriate transparency and/or incorporate entries into individual dwelling units from the street level. Residential units that have direct access to the streetscape from an individual unit shall utilize design features to provide interior privacy (such as having a ground floor elevation that is above the sidewalk grade).
 - (iii) Parking structures along the ground floor facades of buildings should be minimized, but where they occur, screening composed of architectural systems designed to restrict views into the garage spaces from street level shall be applied, or the general façade detailing of the building above may be continued to the ground plane.
 - (iv) Access to parking garages and loading/trash/service areas may be provided along ~~tertiary~~ Tertiary circulation zones Pedestrian Corridors and from the adjacent private alleys; loading/trash/service areas along ~~tertiary~~ Tertiary circulation zones Pedestrian Corridors shall be screened from public view through the use of roll down doors or similar treatment
11. Parking Structures. To further the goals of the Comprehensive Plan, above grade parking structures shall incorporate uses or screening at the ground level in keeping with Proffer 10, so as to provide a pleasant and attractive design/experience along the streetscape. In addition, one or more of the following techniques shall be employed to screen garage areas above the street level:
- A. Inclusion of an active layer of occupied space;
 - B. Application of architectural screening materials that may include, but not be limited to, metal framing systems with inserted panels of wire mesh, metal, glass or other materials, and precast concrete or masonry spandrels designed to minimize views into the garage spaces from street level;
 - C. Continuation of the general façade detailing of the tower above down to the top of the retail level storefront; or

- D. Extension of retail signage and architectural expressions above the retail level to provide a variety of storefront experiences, as may be permitted by the Zoning Ordinance or by an approved Comprehensive Sign Plan.

Parking structure design features shall be depicted on the FDP for review and approval.

12. Building Height. The final height for each building and specific steps in building height, including parking podia, shall be determined at the time of site plan or building permit approval, but shall not exceed the maximum building heights shown on the CDP, as measured from average grade. Building and podium heights may be less than the maximum heights shown on the CDP, provided the building retains a similar urban form to that shown on the CDP or the FDP. Should, at the time of FDP, a building be proposed at a height that is 60% or less of the maximum shown on the CDP, the maximum height of the building's parking podium shall also be reduced.

Structures that are excluded from the maximum height regulations as set forth in Sect. 2-506 of the Zoning Ordinance may be constructed to a height not to exceed thirty (30) feet from the roof level of the top floor of the building. All building penthouses and rooftop structures shall be integrated into the architecture of the building. The height and extent of any roof top penthouse shall be provided at FDP.

13. Telecommunications Equipment. Telecommunications equipment may be placed on ~~the proposed~~ buildings' rooftops. Any such facilities must comply with the applicable requirements of the Zoning Ordinance and be screened and/or setback sufficiently from the perimeter of the roofs and penthouses such that they are not visible from the surrounding streets. Other screening measures may be used such as including the facilities as part of the architecture of the buildings, utilizing compatible colors, or employing telecommunication screening material and flush mounted antennas. Telecommunications equipment may also be architecturally integrated onto the facades of the buildings where necessary to ensure on-street and/or open space coverage. In addition, the Applicant shall provide for an additional conduit in its utility plans to accommodate future fiber and/or telecommunication connections on the Subject Property.
14. Fire Marshal. The Applicant has coordinated the layouts depicted on the CDP with the Fire Marshal. Further changes to the CDP and future FDPs shall be permitted without the requirement for a CDPA in response to the review of site plans by the Fire Marshal, including adjustments to the streetscape and perimeter building areas as necessary to allow for required emergency vehicle access, provided such modifications are made in consultation with the Fairfax County Department of Planning and Zoning ("DPZ"), FCDOT, and the Office of Community Revitalization ("OCR") and are in substantial conformance with the intent of the CDP, future FDPs and these Proffers.

BUILDING PRACTICES

15. Non-Residential Building Certifications.
- A. The Applicant shall include, as part of the building plan submission for any non-residential building to be constructed on the Subject Property, a list of specific

credits within the project's registered version of the U.S. Green Building Council's Leadership in Energy and Environmental Design Core and Shell (LEED®-CS) rating system, or other LEED rating system determined to be applicable by the U.S. Green Building Council (USGBC), or its equivalent (as determined jointly by the Applicant and Fairfax County), that the Applicant anticipates attaining.

Except as otherwise provided below in Paragraph E as an alternative, a LEED or equivalent-accredited professional (the "LEED-AP") who is also a professional engineer or architect shall provide certification statements at the time of building plan review confirming that the items on the list will meet at least the minimum number of credits necessary to attain LEED Silver certification of the building.

- B. The Applicant shall designate the Chief of the Environment and Development Review Branch of the DPZ as a team member in the USGBC's LEED Online system. This team member will have privileges to review the project status and monitor the progress of all documents submitted by the project team, but will not be assigned responsibility for any LEED credits and will not be provided with the authority to modify any documentation or paperwork.
- C. Prior to the building plan approval for ~~the~~ each non-residential building to be constructed, the Applicant shall:
- (i) Submit documentation, to the Environment and Development Review Branch of DPZ, demonstrating that LEED Silver pre-certification under the Core and Shell program has been attained for that building. This documentation will demonstrate that the building is anticipated to attain a sufficient number of credits to attain LEED-CS Silver certification.
 - (ii) Post a "green building escrow" in the form of cash or a letter(s) of credit from a financial institution acceptable to DPWES as defined in the Public Facilities Manual (PFM), in the amount of \$2.00/square foot of GFA, as shown on the approved site plan. This green building escrow shall be in addition to and separate from other bond requirements and will be released upon demonstration of attainment of LEED Silver certification by the USGBC, under the project's registered version of the LEED-CS rating system or other LEED rating system determined, by the USGBC, to be applicable to each building. The provision to the Environment and Development Review Branch of DPZ of documentation from the USGBC that each building has attained LEED Silver certification will be sufficient to satisfy this commitment.
- D. At the time LEED-CS Silver certification is demonstrated to the Environment and Development Review Branch of DPZ, the escrowed funds and/or letter(s) of credit shall be released to the Applicant.

If the Applicant provides to the Environment and Development Review Branch of DPZ, within three (3) years of issuance of the final Non-RUP for the building,

documentation demonstrating that LEED-CS Silver certification for the building has not been attained but that the building has been determined by the USGBC to fall within three (3) points of attainment of LEED-CS Silver certification, 50% of the green building escrow will be released to the Applicant; the other 50% will be released to Fairfax County and will be posted to a fund within the County budget supporting implementation of County environmental initiatives.

If the Applicant fails to provide, within three (3) years of issuance of the final Non-RUP for the building, documentation to the Environment and Development Review Branch of DPZ demonstrating attainment of LEED-Silver certification or demonstrating that the building has fallen short of LEED Silver certification by three (3) points or less, the entirety of the escrow for that building will be released to Fairfax County and will be posted to a fund within the County budget supporting implementation of County environmental initiatives.

If the Applicant provides documentation from the USGBC demonstrating, to the satisfaction of the Environment and Development Review Branch of DPZ, that USGBC completion of the review of the LEED-Silver certification application has been delayed through no fault of the Applicant, the Applicant's contractors or subcontractors, the proffered time frame may be extended as determined appropriate by the Zoning Administrator, and no release of escrowed funds shall be made to the Applicant or to the County during the extension.

- E. As an alternative to the actions outlined in the Paragraphs A, C and D above, the Applicant may choose at its sole discretion to pursue a certification higher than LEED-CS Silver, in which case the LEED-AP will provide certification statements at the time of building plan review confirming that the items on the list of specific credits will meet at least the minimum number of credits necessary to attain LEED-CS Gold certification.

Prior to building plan approval for the building to be constructed, the Applicant shall submit documentation, to the Environment and Development Review Branch of DPZ, demonstrating that LEED Gold pre-certification under the Core and Shell program has been attained for that building. This documentation will demonstrate that the building is anticipated to attain a sufficient number of credits to attain LEED Gold certification. Under this alternative, the Applicant is not required to provide a "green building escrow" unless the Applicant fails to provide the above referenced documentation that the building is anticipated to attain LEED Gold certification.

Prior to final bond release for each building, the Applicant shall submit documentation to the Environment and Development Review Branch of DPZ, confirming the status of the LEED certification.

16. Residential Building Certifications.

- A. The Applicant shall include, as part of the building plan submission for each residential building to be constructed on the Subject Property, a list of specific credits within the project's registered version of the U.S. Green Building Council's Leadership in Energy and Environmental Design—New Construction (LEED®-NC) rating system, or other LEED rating system determined to be applicable by the U.S. Green Building Council (USGBC), or its equivalent (as determined jointly by the Applicant and Fairfax County), that the Applicant anticipates attaining.
- B. In addition, the Applicant shall designate the Chief of the Environment and Development Review Branch of the Department of Planning and Zoning (DPZ) as a team member in the USGBC's LEED Online system. This team member will have privileges to review the project status and monitor the progress of all documents submitted by the project team, but will not be assigned responsibility for any LEED credits and will not be provided with the authority to modify any documentation or paperwork.
- C. Except as otherwise provided below as an alternative, a LEED or equivalent-accredited professional ("LEED-AP") who is also a professional engineer or licensed architect will provide certification statements at the time of building plan review confirming that the items on the list will meet at least the minimum number of credits necessary to attain LEED-NC certification of the project.
- D. Prior to building plan approval for each residential building, the Applicant will post a "green building escrow," in the form of cash or a letter of credit from a financial institution acceptable to DPWES as defined in the Public Facilities Manual ("PFM"), in the amount of \$2.00/square foot of GFA. This green building escrow will be in addition to and separate from other bond requirements and will be released upon demonstration of attainment of LEED-NC certification, by the USGBC, under the project's registered version of the LEED-NC rating system or other LEED rating system determined, by the USGBC, to be applicable to each building. The provision to the Environment and Development Review Branch of DPZ of documentation from the USGBC that each building has attained LEED-NC certification will be sufficient to satisfy this commitment. At the time LEED-NC certification is demonstrated to the Environment and Development Review Branch of DPZ, the escrowed funds shall be released to the Applicant.

If the Applicant provides to the Environment and Development Review Branch of DPZ, within three (3) years of issuance of the final RUP for the building, documentation demonstrating that LEED-NC certification for the building has not been attained but that the building has been determined by the USGBC to fall within three (3) points of attainment of LEED-NC certification, 50% of the green building escrow will be released to the Applicant; the other 50% will be released to Fairfax County and will be posted to a fund within the County budget supporting implementation of County environmental initiatives.

If the Applicant fails to provide, within three (3) years of issuance of the final RUP for the building, documentation to the Environment and Development

Review Branch of DPZ demonstrating attainment of LEED-NC certification or demonstrating that the building has fallen short of LEED-NC certification by more than three (3) points, the entirety of the escrow for that building will be released to Fairfax County and will be posted to a fund within the County budget supporting implementation of County environmental initiatives.

If the Applicant provides documentation from the USGBC demonstrating, to the satisfaction of the Environment and Development Review Branch of DPZ, that USGBC completion of the review of the LEED-NC certification application has been delayed through no fault of the Applicant, the Applicant's contractors or subcontractors, the proffered time frame may be extended as determined appropriate by the Zoning Administrator, and no release of escrowed funds shall be made to the Applicant or to the County during the extension.

- E. As an alternative to the actions outlined in the paragraphs ~~B-A,~~ B, C and D above, the Applicant may choose at its sole discretion to pursue a certification higher than LEED-NC, in which case a LEED or equivalent-accredited professional will provide certification statements at the time of building plan review confirming that the items on the list of specific credits will meet at least the minimum number of credits necessary to attain LEED-NC Silver certification.

Prior to building plan approval for the building to be constructed, the Applicant shall submit documentation, to the Environment and Development Review Branch of DPZ, regarding the USGBC's preliminary review of design-oriented credits in the LEED program. This documentation will demonstrate that the building is anticipated to attain a sufficient number of design-related credits that, along with the anticipated construction-related credits, will be sufficient to attain LEED-NC Silver certification. Under this alternative, the Applicant is not required to provide a "green building escrow" unless the Applicant fails to provide the above referenced documentation that the building is anticipated to attain LEED-NC Silver certification.

Prior to final bond release of each building, the Applicant shall submit documentation to the Environment and Development Review Branch of DPZ, confirming the status of LEED certification.

17. Sustainable Energy Practices. To promote efficient, renewable and sustainable energy practices, the Applicant shall provide:
- A. Electric Vehicle Charging Infrastructure. Each parking garage shall initially be constructed with a minimum of one (1) electric vehicle recharging station that serves two (2) parking spaces and infrastructure (such as conduit) to facilitate additional future recharging stations.
- B. Shared Energy. For any site plan that includes more than one building, provide an assessment of the potential, within the area subject to the site plan, of shared energy systems, including but not limited to combined heat and power (CHP) (co-

generation), micro-CHP, distributed energy resources, and district heating and/or cooling, and, if a shared energy strategy will not be pursued, provide a narrative discussion regarding the reason(s) for this outcome. At a minimum, the Applicant shall ensure that a utility sleeves through the foundations of the proposed buildings, are sized to accommodate a pipe/facility, a maximum of 12 inches in diameter, allowing potential future energy sharing or alternate energy sources.

- C. Energy and Water Data. To the extent there are master electric, gas and water meters for entire buildings, upon request by the County the Applicant shall provide to the County aggregated non-proprietary energy and water consumption data, as practicable, for the each building and the entire Subject Property.
18. Residential Interior Noise Level. The Applicant shall reduce the interior DNL to no more than 45 dBA for residential buildings on the Subject Property. At the time of building plan application for the full shell building permit for each residential building, the Applicant shall submit to the Chief of the Environment and Development Branch of DPZ (the "E&D Chief"), for approval, and to DPWES, for information only, an acoustical study prepared by a qualified acoustical consultant (the "Indoor Noise Study") addressing indoor noise levels, including proposed noise attenuation measures and materials to ensure compliance with the interior DNL limit of 45 dBA. The Applicant shall not obtain full-shell building permits until the E&D Chief has approved the applicable Indoor Noise Study, provided that a failure by the E&D Chief to review and respond to the Applicant within 60 days of receipt of the Indoor Noise Study shall be deemed approval of such study.
19. Bird-Friendly Design Elements. In an effort to reduce bird injury and death due to in-flight collisions with buildings, the Applicant shall include one or more bird friendly design elements, as determined by the Applicant, in the architectural plans of each building on the Subject Property. The bird friendly design elements may include, but not be limited to, the use of color, texture, opacity, fritting, frosting, patterns, louvers, screens, interior window treatments, or ultraviolet materials that are visible to birds, the angling of outside lights, curbing of excessive or unnecessary night-time illumination in commercial buildings, reduction of bird attracting vegetation, the use of decoys, and breaking of glass swaths. Nothing herein shall require the Applicant to obtain a bird-friendly LEED credit. Upon the issuance of a building permit for ~~the~~ each building, the provisions of this Proffer shall be deemed satisfied as to such building.

SITE DESIGN

20. Landscaping. The CDP includes a conceptual landscape plan for the Subject Property consisting of an overall plan and details regarding streetscapes, plazas, publicly accessible park areas including courtyards and private amenity areas. As part of subsequent FDP approvals, more detailed landscape plans for each building phase shall be provided in general conformance with the concepts included on Sheets L-8 through L-17-18 with adjustments permitted so long as the quantity and quality of the landscaping provided and the function of the space remains consistent with that shown on the CDP. Such plan shall include the location of all known utilities and sight distance requirements overlaid on the planting plan.

As part of the site plan submission for each building phase, the Applicant shall submit to the Urban Forestry Management Division (“UFMD”) of the DPWES for review and approval a detailed landscape plan that is in substantial conformance with the quantity and quality of plantings and materials landscaping shown on the approved FDP, and shall include, among other things, irrigation information, design details for tree wells and other similar planting areas on structures and along streets. These details shall include the composition of planting materials, methods for providing suspended pavement over tree root zones to prevent soil compaction, and methods for ensuring the viability of plantings on structures.

21. Streetscaping. Streetscaping shall be installed throughout the Subject Property as conceptually illustrated on Sheets L-1 through L-6. Streetscape elements shall include: a landscape amenity panel located immediately behind the face of curb; a clear pedestrian sidewalk adjacent to the landscape amenity panel; and a building zone between the pedestrian sidewalk and the face of the building that is designed to allow access to the building and/or additional landscaping adjacent to residential uses and also storefront browsing, outdoor display, outdoor dining, and similar uses adjacent to Retail/Service uses. Streetscaping elements may be adjusted at the time of FDP approval provided the quality of the streetscape and minimum clear pedestrian sidewalks are consistent with that shown on the CDP.

A. Street Trees. Tree planting sites are set forth on the CDP, subject to revision as may be approved on the FDP or at site plan review by the UFMD. Revisions may be necessitated to accommodate bus stop shelters, clear zones, and other similar requirements and shall not require a CDPA or FDPA. The Applicant shall retain the services of a certified arborist or Registered Consulting Arborist to monitor the design and inspect the planting of the street trees and shall notify UFMD in writing or by electronic mail no later than three business days prior to tree pit construction to allow for County inspection. Where minimum planting widths of eight (8) feet are not provided, alternative measures either as identified in the Tysons Urban Design Guidelines (endorsed by the Board of Supervisors of on January 24, 2012) (the “Tysons Urban Design Guidelines”) or as found acceptable to UFMD, shall be used to satisfy the following specifications for all planting sites:

- (i) A minimum of 4 feet open surface width and 16 square feet open surface area for Category III and Category IV trees, with the tree located in the center of the open area.
- (ii) A minimum rooting area of 8 feet wide (may be achieved with techniques to provide un-compacted soil below hardscape areas within the pedestrian realm), with no barrier to root growth within four feet of the base of the tree.
- (iii) A minimum soil depth of four (4) feet as measured to the shallow most point of the tree pit as shown in the tree planting details found on Sheet L-9 of the CDP.

- (iv) Soil volume for Category III and Category IV trees (as defined in Table 12.19 of the PFM) shall be 700 cubic feet per tree for single trees. For two trees planted in a contiguous planting area, a total soil volume of at least 600 cubic feet per tree shall be provided. For three or more trees planted in a contiguous area, the soil volume shall equal at least 500 cubic feet per tree. A contiguous area shall be any area that provides root access and soil conditions favorable for root growth throughout the entire area. Soil volumes as listed above may be reduced to a minimum of 400 cubic feet per tree where necessary, such as where paving above rooting zones is necessary to accommodate pedestrian traffic or where utility locations preclude greater soil volume.
 - (v) Soil specifications in planting sites shall be provided in the planting notes to be included in all site plan submissions.
 - (vi) All shade trees shall be a minimum of 3 to 3.5 inches in caliper at the time of planting; all flowering trees shall be a minimum of 2 inch caliper at the time of planting; and all new evergreen trees shall be a minimum of eight (8) feet in height at the time of planting.
 - (vii) Trees zones shall be installed with a fully automatic drip irrigation system.
 - (viii) It is expected that street trees may have to be planted within utility easements. The Applicant shall replace any street trees on-site or along its street frontages that are removed for repairs or improvements in those easements. Should replacement of such trees be required of the utility or others under another agreement, this requirement shall not apply to the Applicant.
- B. Non-Invasive Plant Materials. Invasive species, as defined by the Fairfax County PFM, shall not be used within the streetscape and landscaped open space areas.
- C. Utility Locations. Utilities, including, but not limited to water, sanitary sewer and storm sewer utility lines, shall be installed within the street network to the maximum extent feasible as determined by DPWES or shall be placed in locations that do not conflict with the landscaped open space areas and streetscape elements shown on the CDP and/or subsequent FDP as determined by DPWES. If there is no other option, utilities may be placed within open space or streetscape areas provided that the long-term health of trees and other plantings is ensured by the provision of sufficient soil volume as shown on the CDP, as determined by the UFMD. A conceptual utility plan shall be overlaid on the landscape plan submitted in the FDP. Adjustments to the type and location of plantings shall be permitted to avoid conflicts with utilities and other site engineering considerations. If at the time of site plan approval, street trees shown on the FDP are in conflict with existing or proposed utilities and alternative locations for the street trees satisfactory to UFMD cannot be accommodated, the Applicant shall modify the location of utilities to ensure that the trees shown on the FDP can be provided.

Maintenance access points to SWM Facilities and electric vaults beneath the streetscape shall be located outside of the clear pedestrian walkway zone of the streetscape to the extent feasible. If the access points must be located in the walkway zone, they shall be designed as a lift out panel with the same paving materials as the walkway (subject to ADA requirements), be flush with the walkway, and meet ADA accessibility requirements. These maintenance access points shall be shown on each FDP.

- D. Sight Distance Considerations. Sight distances and anticipated road design speeds shall be depicted on the Landscape Plan submitted with each applicable FDP to demonstrate that the locations of all proposed street trees are viable. If determined at the time of site plan review that street tree locations conflict with sight distance requirements, the Applicant shall investigate whether limited pruning or minor adjustments to the locations of street trees will alleviate sight distance concerns. In the event VDOT does not approve the tree locations even after the changes anticipated above, the Applicant shall be permitted to relocate the affected street tree without the need for confirmation from DPZ, subject to approval by UFMD. If the deleted street tree(s) result in a tree canopy below 10% on the Subject Property, the street tree(s) must be accommodated in another location on the Subject Property, as approved by DPZ in consultation with UFMD.
- E. Streetscape Furnishings and Materials and Lighting. Unified and high quality streetscape materials shall be provided and may include, but not be limited to, unit pavers, seat walls, tree space edging, lighting, traffic signal poles, benches, trash receptacles and other hardscape elements. A Streetscape Furnishing and Materials Plan for elements in the landscape amenity panel and clear pedestrian sidewalk shall be provided as part of all FDPs. These plans shall include general product information and approximate locations of furnishings and materials to be located in the streetscape between the building face and the curb, and in other public realm open spaces and shall ensure that the proposed furnishings do not conflict with sight distance requirements. Materials, furnishings, and lighting shall be compatible with those already identified in the Tysons Corner Urban Design Guidelines for the Tysons West area, dated January 14, 2012, as may be amended and or modified and shall be coordinated with any streetscape design efforts put forth by the Tysons Partnership, but shall not be subject to approval by Tysons Partnership.

All streetscape lighting shall be energy efficient. All on-site, outdoor and parking garage lighting shall not exceed that permitted under the Outdoor Lighting Standards of Section 14-900 of the Zoning Ordinance, as may be amended. The same or similar street lights shall be used consistently throughout the Proposed Development and be selected from those listed in the Tysons Urban Design Guidelines, or other lights as may be approved by DPZ and OCR. All parking lot and building mounted security lighting shall utilize full cut-off fixtures. Recessed lighting shall be directionally shielded to mitigate the impact on adjacent properties.

- F. Signage and Wayfinding. Signage for the Subject Property shall be provided in accordance with the requirements of Article 12 of the Zoning Ordinance. Alternatively, the Applicant may seek approval of a Comprehensive Sign Plan ("CSP"). The placement of all signage on existing/planned public streets is subject to VDOT review and/or approval. Wayfinding signage and elements shall be coordinated with the Tysons Partnership so to facilitate a consistent wayfinding and signage system throughout the district, but shall not be subject to approval by Tysons Partnership. Wayfinding shall provide direction to locations of prominent attractions, parks, cultural arts destinations, and other public amenities.
- G. Tysons Urban Design Guidelines. The Applicant reserves the right, at its sole discretion, to utilize and follow in part, or in whole, the Tysons Urban Design Guidelines in lieu of the design specifications of these Proffers related to the specifications covered by such guidelines.
- H. Maintenance. The Applicant or UOA shall maintain and replace in-kind all pedestrian realm elements within the Proposed Development. The pedestrian realm includes all areas between the back of curb and the building zone whether located within the public right-of-way or on private land with public access easements. The Applicant or UOA shall enter into the appropriate agreement, in a form approved by the Office of the County Attorney, with the County (or other public entity, as needed) to permit the Applicant to perform such maintenance. An alternative maintenance agreement, such as a Business Improvement District, may be entered into upon written agreement of both the County and the Applicant without the requirement for a PCA. Maintenance commitments include, but are not limited to:
- (i) All plantings including trees, shrubs, perennials, and annuals;
 - (ii) All associated irrigation elements;
 - (iii) All hard surfaces;
 - (iv) All streetscape furnishings including benches, bike racks, trash and recycling receptacles and non-standard structures;
 - (v) All lighting poles, brackets and fixtures;
 - (vi) All non-VDOT standard sign posts, traffic signal poles, pedestrian signal poles, mast arms, signal heads and control boxes;
 - (vii) Snow removal;
 - (viii) Leaf removal;
 - (ix) Trash, recycling and litter removal;
 - (x) Decorative retaining walls;

- (xi) Special drainage features, such a Low Impact Design facilities; and
- (xii) All urban park amenities including horticultural care, maintenance of all water features, irrigation, lighting, furnishings, paving, and art.

Phasing of streetscaping is discussed within the context of individual phases in Proffer 7. As determined at the time of FDP approval, where the final streetscape design cannot be fully implemented during certain phases of development, the Applicant shall provide interim streetscape improvements as described in Proffer 22.

22. Interim Conditions and Standards. Due to the size of the Proposed Development and the time anticipated for its build-out, phased redevelopment may result in various interim conditions on the Subject Property. At the time of FDP submission, the Applicant shall identify the specific proposed interim conditions within the FDP area and outside the FDP area and shall ensure such conditions provide reasonable pedestrian connections, vehicular circulation and access, temporary streetscaping and landscaping, public park treatments, and screening/treatment of exposed/partially complete above grade parking structures.
- A. If an interim condition/phase includes partial demolition of an existing structure, the FDP for that phase shall include all or a portion of the existing structure as necessary to ensure revisions to parking and on-site circulation for the existing structure are adequate.
 - B. If interim improvements not located on the Subject Property are contemplated with any FDP, such FDP shall specify how and when such improvements are to be constructed. In the event the Applicant is unable to acquire the right-of-way and/or easements necessary to construct such interim improvement through a cooperative agreement with the owners, the Applicant shall request in writing that Fairfax County acquire the easements or rights-of-way by means of its condemnation powers as described in Proffer 60. At the time of FDP approval, it shall also be determined what course of action shall be required of the Applicant should the County elect not to use, or is unsuccessful in its attempt to use, its condemnation powers.
 - C. Interim conditions shall comply with the following general standards provided that the improvements are acceptable to Fairfax County, VDOT, and all other utility companies as may be appropriate:
 - (i) Construction of interim sidewalks a minimum of a five (5) feet in width and installation of interim street lights along the interim sidewalks, the selection of which shall be approved with the applicable FDP, as needed to ensure a safe, convenient pedestrian path to the Metro Station
 - (ii) Installation of street trees, with a minimum size of 2 inch caliper, approximately every 50 feet, to the extent feasible as determined by UFM based on existing conditions and utility easements. Interim street tree

planting shall not be required to meet the minimum planting width/area standard for permanent street trees.

- (iii) Provision of interim designs for publicly accessible open spaces will include interim landscaping, pedestrian pathways, seating, signage, lighting and recreational facilities as determined at FDP.
- (iv) Provision of peripheral and interior parking lot landscaping in accordance with Article 13-203 of the Zoning Ordinance for interim surface parking lots, unless waived or modified at the time of FDP or site plan approval.
- (v) Application of a screening system (which may be removable) where above grade garage structures that will be interior when later phases are complete are exposed at phase lines. This screening system shall be applied to all levels above grade and shall be composed of an architecturally designed system that may reflect basic architectural lines of the permanent facades, and that shall partially obscure the garage view from outside the garage until the next phase is constructed. The use of temporary art works as a part of the screening system shall also be considered as part of the interim screening system. The specific screening system to be utilized for each building shall be determined at the time of FDP approval and graphically depicted on the FDP. Alternate temporary garage screening may be approved with FDP approval.
- (vi) Grading and seeding of areas on the Subject Property where existing improvements are removed to accommodate a portion of the Proposed Development, and are not scheduled to commence construction within 12 months.
- (vii) Where appropriate, provision of attractive temporary construction fencing, which may include public art, signage or wayfinding elements. ~~Signage shall be in keeping with Article 12 of the Zoning Ordinance or alternatively in accordance with an approved Comprehensive Sign Plan.~~

D. Should Buildings D2-A and D2-B be constructed prior to the issuance of a site development permit for the construction of Building D1, the Applicant shall provide for interim "placemaking" uses on the Building D1 site in one of the following ways; ~~which may, or may not, replace all existing or interim uses on the Building D1 site. This may include the~~

- (i) Reuse of the existing structure and/or outdoor areas, or portions thereof, or new structures to create a festive, pedestrian-oriented destination. This may include, but not be limited to, eating establishments, retail uses, outdoor dining, recreational uses, performance spaces, farmers markets and/or other outdoor exhibits and fairs. ~~As an alternative, the Building D1 site or portions thereof may be developed as an interim park or an~~

- (ii) Development of an interim park and/or commercial parking lot with placemaking opportunities. This may include, but not be limited to outdoor dining, recreational uses, performance spaces, farmers markets and/or other outdoor exhibits and fairs.

The details of the interim use of the D1 site shall be reviewed and approved at the time of FDP approval for Buildings D2-A and/or D2-B. These interim placemaking or park uses on the D1 site shall be provided prior to the issuance of the 100th RUP for the second of the D2-A and D2-B buildings to be constructed.

TRANSPORTATION IMPROVEMENTS

- 23. Grid of Streets. For the purposes of these Proffers, Route 7 (Leesburg Pike) and Broad Street shall be considered to run east-west and Spring Hill Road and Tyco Road shall be considered to run north-south. The Applicant shall construct and open for use to the public a proposed grid of streets as generally located and depicted on Sheets C-6 through C-8 of the CDP and as set forth in these Proffers. The functional classification of those roadways comprising the grid of streets is summarized below:

Street	Classification
Route 7 – Leesburg Pike	Boulevard
Spring Hill Road	Avenue
Tyco Road	Collector
Broad Street	Collector
Merchant Street	Local
Pierpoint Street	Local

- A. Right-of-Way.

- (i) The Applicant shall dedicate right-of-way along the Subject Property’s frontage for each of the streets listed above to the adjacent property line(s) and to a point inclusive of the landscape amenity panel and the sidewalk or to such standard as may be approved on the FDP. The deed of dedication shall include a requirement that the area of the landscape amenity panel/sidewalk, exclusive of the building zone, be utilized for public purposes limited to streetscape improvements, sidewalks, pedestrian access, underground utilities, traffic signal poles, traffic-related and wayfinding signage, bus stops, bus shelters and vehicular ingress and egress to adjacent properties. Should Fairfax County not agree with the inclusion of this requirement, the Applicant shall dedicate and convey in fee simple right-of-way measuring 18 inches from the proposed face of the curb line.
- (ii) The Applicant shall work diligently with VDOT and Fairfax County during the FDP and site plan approval processes to ensure that the streets and the area of the landscape amenity panel/sidewalk can be accepted as

public streets. The Applicant shall dedicate and convey in fee simple right-of-way including the area of the landscape amenity panel/sidewalk to the Board of Supervisors at the time of site plan approval, with the following exceptions:

- a. If at the time of site plan approval it is determined that stormwater management facilities, electric vaults or other similar facilities proposed to be located beneath the landscape amenity panel/sidewalk will prevent VDOT and/or Fairfax County from accepting the landscape amenity panel/sidewalk within the right-of-way, the Applicant shall provide dedication measuring 18 inches from the proposed face of curb line and shall reserve for potential future dedication the landscape amenity panel and sidewalk areas. A temporary public access easement in a form acceptable to the County Attorney shall be recorded over the reserved landscape amenity panel/sidewalk areas until such time as such areas are dedicated. This reservation area shall include easements that allow for the installation of signage necessary for safety and operation of the street as well as parking regulation equipment by VDOT and/or the County. In addition, the Applicant shall provide easements within the amenity panel/sidewalk area for bus shelters as determined at the time of FDP or site plan. Conveyance of the amenity panel/sidewalk areas to the Board of Supervisors shall occur following construction of the street and streetscape improvements and final street acceptance inspection by Fairfax County and/or VDOT subject to the stipulations in these Proffers.

Should it be determined following final street acceptance inspection that the landscape amenity panel and sidewalk areas continue to be unacceptable to VDOT and/or Fairfax County for inclusion in the right-of-way, the reservation of potential future dedication of the landscape amenity panel and sidewalk areas shall be released and the Applicant shall grant a public sidewalk and utility easement, in a form acceptable to the Office of the County Attorney. This easement shall allow for the installation of signage necessary for safety and operation of the street as well as parking regulation equipment by VDOT and/or the County. In addition, the Applicant shall provide easements within the amenity panel area for bus shelters as determined at the time of FDP or site plan.

- b. If at the time of site plan approval it is unclear whether stormwater management facilities, electric vaults or other similar facilities proposed to be located beneath the landscape amenity panel/sidewalk will be acceptable to VDOT and/or Fairfax County, the Applicant shall provide dedication measuring 18 inches from the proposed face of curb line at the time of site plan approval and

shall reserve for potential future dedication the landscape amenity panel and sidewalk areas. A temporary public access easement in a form acceptable to the County Attorney shall be recorded over the reserved landscape amenity panel/sidewalk areas until such time as such areas are dedicated. The reservation area shall include easements that allow for the installation of signage necessary for safety and operation of the street as well as parking regulation equipment by VDOT and/or the County. In addition, the Applicant shall provide easements within the amenity panel/sidewalk area for bus shelters as determined at the time of FDP or site plan. Conveyance of the amenity panel/sidewalk areas to the Board of Supervisors shall occur following construction of the street and streetscape improvements and final street acceptance inspection by Fairfax County and/or VDOT subject to the stipulations in these Proffers.

Should it be determined following final street acceptance inspection that the landscape amenity panel and sidewalk areas are not acceptable to VDOT and/or Fairfax County to be included in the right-of-way, the reservation of potential future dedication of the landscape amenity panel and sidewalk areas shall be released and the Applicant shall grant a public sidewalk and utility easement, in a form acceptable to the Office of the County Attorney. This easement shall allow for the installation of signage necessary for safety and operation of the street as well as parking regulation equipment by VDOT and/or the County. In addition, the Applicant shall provide easements within the amenity panel area for bus shelters as determined at the time of FDP or site plan.

- (iii) All right-of-way dedications shall be subject to advanced density credit as specified in Proffer 63.

~~Definition of Construct.~~ For purposes of this Proffer “construct” shall mean that the committed road improvement is open to use by the public for travel whether or not the improvement has been accepted for maintenance by VDOT. The Applicant shall diligently pursue acceptance of all improvements as public streets.

- B. VDOT Approval. All public street improvements proposed herein shall be subject to VDOT approval and be in general conformance with the standards included in Attachment D (*Transportation Design Standards for Tysons Corner Urban Center*) of the Memorandum of Agreement approved by the Board of Supervisors on September 13, 2011, as may be amended (the “Transportation Design Standards”), subject to modifications as may be granted.
- C. Public Streets. Those streets constructed within the limits of the Subject Property and identified on the CDP as Broad Street, Pierpoint Street, and Merchant Street shall be designed and constructed as public streets in general conformance with the Transportation Design Standards, as may be amended (subject to

modifications as may be granted). The Applicant shall design these streets to meet the Transportation Design Standards and be accepted by VDOT for maintenance as public streets. In the event VDOT and FCDOT determine at the time of final street acceptance inspection, that any street does not satisfy VDOT criteria to be accepted in to the State System or if otherwise agreed to by the County at the time of FDP approval or site plan approval, the street shall be maintained as a private street by the Applicant. A public access easement in a form acceptable to the Office of the County Attorney shall be granted for the street and appurtenant facilities associated with any private streets as well as to facilitate County transit bus, inspection and emergency access, and other public access needs; such public access easement to become effective upon completion of the street.

In some instances, the Applicant will be constructing interim street improvements. The Applicant shall work diligently with VDOT and FCDOT to ensure that, when feasible, interim street sections can be accepted for public maintenance by VDOT.

- D. Naming. The Applicant reserves the right to provide different names for the streets than those shown on the CDP.
- E. Parking Lanes. The Applicant shall accommodate on-street parking throughout the limits of the Subject Property as generally shown on Sheets C-6 through C-8 of the CDP and as may be adjusted with FDP approval. The County and VDOT may restrict parking during peak commuting periods (typically 6:00 to 9:00 AM and 4:00 to 7:00 PM), in order to provide for turning movements to/from the public and/or private street network or to provide additional travel lanes. If requested by the County and/or VDOT, the Applicant shall install signs restricting parking.

The Applicant reserves the right to restrict the use of on-street parking spaces along any future public streets prior to dedication for use as temporary or short term parking, car-sharing parking and/or similar uses, through appropriate signage or such other means as the Applicant determines appropriate. If requested by the County, the Applicant shall remove on-street parking to address street capacity needs. Prior to acceptance, the Applicant shall remove any signs the County or VDOT deems necessary to remove.

24. Tyco Road.

- A. The Applicant shall design and construct improvements to Tyco Road along the Subject Property's frontage as generally depicted on Sheets C-6 through C-8 of the CDP. A one-half section of Tyco Road shall be constructed in general accordance with the typical sections depicted on Sheet C-8, as an undivided four-lane Collector, with two travel lanes in each direction and variable pavement provided to accommodate pavement transitions as may be required by VDOT.
- B. Improvements to Tyco Road along the Subject Property's frontages shall include a pavement section designed to accommodate a bicycle lane and a designated circulator lane. Striping of a bicycle lane shall be subject to the approval of the

County and VDOT. For the section of Tyco Road along the Subject Property's frontage between Route 7 and Pierpoint Street, the designated circulator lane may be used as an interim right-turn lane until such time circulator service is initiated. For the section of Tyco Road north of Pierpoint Street along the Subject Property's frontage, the designated circulator lane may be used for curbside parking subject to County and VDOT approval prior to initiation of circulator service.

- C. Street improvements to Tyco Road shall be undertaken and completed for the entire length of block between two planned streets, however streetscape improvements may be completed on a building frontage basis, unless otherwise determined at FDP.
 - D. Should it be determined at the time of FDP approval for Buildings D1, D3 or D4 that an additional right turn lane is required at the southbound approach to Route 7, the Applicant shall construct the additional lane. Construction of this right turn lane will require off-site rights-of-way and/or easements from properties identified as 2012 Tax Map 29-1 ((1)) 17B and 29-3 ((1)) 55.
 - (i) In the event the Applicant is unable to acquire the right-of-way and/or easements necessary to construct the above improvement through a cooperative agreement with the owners, which may include a reservation of advanced density credit for dedicated rights-of-way consistent with the Zoning Ordinance, then the Applicant shall submit a written request to Fairfax County in accordance with Proffer 60 asking the County to use its powers of condemnation to acquire those off-site rights-of-way and/or easements to facilitate the construction of the above improvement.
 - (ii) In the event the County elects not to use its powers of condemnation to acquire those off-site rights-of-way and/or easements, then the Applicant shall be relieved of its obligation to construct the right turn lane and such right turn lane shall not be a condition of any site plan approval. The Applicant shall escrow with DPWES its reasonably determined pro-rata share of the cost of the future construction of the right turn lane by others.
 - E. The final design of the improvements to Tyco Road as generally described above shall be further refined in conjunction with the submission of FDPs and all site plans associated with those portions of the Subject Property fronting Tyco Road. Construction of Tyco Road improvements shall be provided commensurate with the development of Building D1, D2A, D2B, D3 and D4.
25. Spring Hill Road.
- A. The Applicant shall design and construct Spring Hill Road along the Subject Property's frontage as generally depicted on Sheets C-6 through C-8 of the CDP. A one-half section of Spring Hill Road shall be constructed in general accordance with the typical section depicted on Sheet C-8, to include a raised concrete median, with two travel lanes in each direction and additional pavement/widening

provided at select locations to accommodate certain turning movements and/or pavement transitions as may be required by VDOT and as also depicted on Sheets C-6 through C-8 of the CDP.

- B. Improvements to Spring Hill Road shall include pavement to accommodate a bicycle lane and a designated circulator lane along the Subject Property's frontage. Striping of a bicycle lane shall be subject to the approval of the County and VDOT. Until such time as circulator service is initiated, the designated circulator lane may be used for interim curbside parking if approved by the County and VDOT.
 - C. The final design of the improvements to Spring Hill Road as generally described above shall be further refined in conjunction with the submission of a FDP and site plan for Building D6 and construction, including, subject to VDOT approval, the extension of the existing median from its current terminus to Broad Street, shall be provided in conjunction with development of Building D6.
26. Broad Street. Broad Street from Tyco Road to Spring Hill Road shall be designed in general accordance with that shown on Sheets C-6 and C-6A which represents the ultimate Broad Street section to include two (2) travel lanes in each direction, on-street bicycle lanes in each direction, and a parking lane in select areas. The Applicant shall construct portions of the ultimate Broad Street as follows:
- A. From Spring Hill Road to Pierpoint Street, the Applicant shall construct the interim section of Broad Street shown on Sheet C-7 ("Interim Broad Street – Alternate A"). Construction of this section will require off-site right-of-way and/or easements from the adjacent parcel identified as 2012 Tax Map 29-3((1)) 56A ("Parcel 56A").
 - (i) In the event the Applicant is unable to acquire the right-of-way and/or easements necessary to construct the above improvement through a cooperative agreement with the owners, which may include a reservation of advanced density credit for dedicated rights-of-way consistent with the Zoning Ordinance, then the Applicant shall demonstrate in writing its efforts to acquire this parcel and shall submit a written request to Fairfax County in accordance with Proffer 60 asking the County to use its powers of condemnation to acquire those off-site rights-of-way and/or easements to facilitate the construction of the above improvement. Concurrent with this request, the Applicant shall be entitled to file a site plan for the construction of an alternate interim design for Broad Street between Spring Hill Road and Pierpoint Street shown on Sheets C-7A and C-7B ("Interim Broad Street – Alternate B"). If the County acquires those off-site rights-of-way and/or easements necessary to facilitate the construction of Interim Broad Street – Alternate A by condemnation or otherwise, then the Applicant shall revise its site plan to accommodate the Interim Broad Street – Alternate A design.

- (ii) In the event the County elects not to use its powers of condemnation to acquire those off-site rights-of-way and/or easements to facilitate the construction of Interim Broad Street – Alternate A, the Applicant shall be relieved of its obligation to construct the Interim Broad Street – Alternate A and instead be permitted to construct Interim Broad Street – Alternate B between Spring Hill Road and Pierpoint Street and shall dedicate the full width of the street associated with its ultimate configuration within the Subject Property in accordance with Proffer 23A. In this event, the Applicant shall escrow with DPWES the cost of removing the interim section from the Subject Property and reconstructing that portion of the ultimate section of Broad Street from Spring Hill Road to Pierpoint Street on the Subject Property, to be constructed in the future by others and shall provide all necessary easements and right-of-way dedication to facilitate this construction by others.
- B. From Pierpoint Street to Tyco Road, the Applicant shall construct a four (4) lane cross section to include two (2) travel lanes in each direction with on-street bicycle lanes in each direction, and a parking lane on the north side of the street where feasible and as may be approved by VDOT, transitioning to a section with parking lanes on both sides of the street west of Merchant Street as depicted on Sheets C-6 and C-6A. Construction of this four lane section will require off-site rights-of-way and/or easements from the adjacent parcels identified as 2012 Tax Map 29-1 ((8)) and 29-3 ((16)).
- (i) In the event the Applicant is unable to acquire the right-of-way and/or easements necessary to construct the above improvement through a cooperative agreement with the owners, which may include a reservation of advanced density credit for dedicated rights-of-way consistent with the Zoning Ordinance, then the Applicant shall demonstrate in writing its efforts to acquire this parcel and shall submit a written request to Fairfax County in accordance with Proffer 60 asking the County to use its powers of condemnation to acquire: 1) those off-site rights-of-way and/or easements to facilitate the construction of the above improvement; or 2) as an alternative, less extensive off-site rights-of-way and/or easements necessary to facilitate the construction of a three lane interim section of Broad Street as depicted on Sheets C-7, Interim Broad Street – Alternate A-. Concurrent with this request, the Applicant shall be entitled to file a site plan for the construction of an alternate interim design for Broad Street between Pierpoint Street and Tyco Road shown on Sheet C-7B and ("Interim Broad Street – Alternate C"). If the County acquires those off-site rights-of-way and/or easements necessary to facilitate the construction of Interim Broad Street – Alternate A by condemnation or otherwise, then the Applicant shall revise its site plan to accommodate the Interim Broad Street – Alternate A design.
- (ii) In the event the County elects not to use its powers of condemnation to acquire those off-site rights-of-way and/or easements to facilitate the

construction of either of the two above alternative improvements, then the Applicant shall be relieved of its obligation to construct either the four or three lane section of Broad Street and instead be permitted to construct a two lane interim section of Broad Street as depicted on Sheet C-7B ("Interim Broad Street – Alternate C"). The Applicant shall escrow with DPWES the cost differential between constructing the two lane interim section of Broad Street and the ultimate four lane section of Broad Street, and shall ~~reserve and then~~ dedicate the full width of the street to its ultimate configuration within the Subject Property in accordance with Proffer 23A.

- C. Should Building D5 be constructed prior to the construction of Building D4, the Applicant shall be permitted to construct Broad Street from Spring Hill Road to the entrance to the Building D5 garage entrance as shown in the Phase D5 exhibit on Sheet A-7.0 of the CDP. In this event, the Applicant shall escrow with DPWES the hard construction costs of extending the ultimate four lane section of Broad Street across the remainder of Building D5's Broad Street frontage. Such escrowed funds shall be released to the entity completing construction of Broad Street as anticipated in Proffer 26F. In this event, the Applicant shall then dedicate the full width of the street to its ultimate configuration within the Subject Property in accordance with Proffer 23A.
- ~~C.D.~~ Should Building D6 be constructed prior to the construction of Building D5, the Applicant shall dedicate the full width of Broad Street to its ultimate configuration within the Building D5 site and shall escrow with DPWES the hard construction costs of extending the ultimate four lane section of Broad Street across Building D5's Broad Street frontage.
- ~~D.E.~~ The design of the improvements to Broad Street as generally described does not include a sidewalk on the north side of the street except adjacent to Public Urban Park 2. The design above shall be refined with the FDPs for those buildings on the Subject Property with frontage on Broad Street (D4, D5 and D6) and final design shall be determined in conjunction with the submission of the site plans for Buildings D4, D5 and D6. If at the time of FDP or site plan approval, the County in conjunction with the Applicant determines that the interim lane configuration should be different than that described in paragraphs A and B above, the interim improvements may be adjusted without requirement of a PCA, CDPA, or FDPA.
- ~~E.F.~~ The Applicant shall provide any necessary ancillary and reasonable easements on the Subject Property to facilitate the construction of the ultimate section of Broad Street by others if necessary.
- ~~F.G.~~ Broad Street shall be constructed to connect Spring Hill Road and Tyco Road when Building D4 and either of Buildings D5 or D6 are constructed. This connection shall be complete and open for public use prior to the issuance of the first Non-RUP or RUP for the second building in either the combination of Buildings D4 and D5 or the combination of Buildings D4 and D6.

27. Pierpoint Street.

- A. The Applicant shall design and construct Pierpoint Street across the Subject Property as generally depicted on Sheets C-6 through C-8 of the CDP. It shall be constructed in general accordance with the typical section depicted on Sheet C-8 as a Local Street 44 feet in width consisting of 4 travel lanes (two in each direction) to accommodate either travel or parking depending on the traffic needs. Such improvements shall be made commensurate with the development of buildings on the Subject Property with frontage on Pierpoint Street.
- B. The final design of the improvements to Pierpoint Street as generally described above shall be further refined in conjunction with the submission of any FDP and all site plans for those portions of the Subject Property fronting Pierpoint Street and construction shall be provided in conjunction with the Subject Property's development on this frontage.
- C. The section of Pierpoint Street on Parcel 54A shall be dedicated for public street purposes at the time of site plan approval for first of either Building D1 or D2-A and the section of Pierpoint Street on Parcel 57B shall be dedicated for public street purposes at the time of site plan approval for the first of either Buildings D5 or D6. Following dedication, the Applicant shall provide any necessary ancillary and reasonable easements on the Subject Property to facilitate the construction of Pierpoint Street by others if necessary.
- D. At the time of FDP approval for Buildings D5 and/or D6, the Applicant shall study the feasibility of providing a pedestrian connection from the western terminus of Pierpoint Street to the Spring Hill Metro Station Kiss and Ride Lot on adjacent property shown on the Fairfax County Max Maps as 29-1 ((1)) 53, 53A, 57H and 57J, recognizing that an ADA compliant pedestrian connection may not be possible. If it is determined feasible and the necessary easements to construct the pedestrian connection are provided by the owner of the Parcels 53, 53A, 57H and 57J at no cost to the Applicant, then the Applicant shall construct the connection. Issuance of RUPs or Non-RUPs for Buildings D5 or D6 shall not be contingent on construction of this connection.

28. Merchant Street.

- A. The Applicant shall design and construct Merchant Street across the Subject Property's limits as generally depicted on Sheets C-6 and C-6A of the CDP. Merchant Street shall be constructed in general accordance with the typical section depicted on Sheet C-8 as a Local Street 48 feet in width consisting of 4 travel lanes (two in each direction) to accommodate either travel or parking depending on the traffic needs, with variable pavement/widening provided at select locations to accommodate certain turning movements and/or pavement transitions.
- B. If Merchant Street has not been constructed on the adjacent property identified on the Fairfax County 2012 Tax Maps as 29-3 ((1)) 57H ("Parcel 57H"), when the

Applicant is constructing Building D4, the Applicant shall construct the portion of Merchant located on Parcel 57H. Construction of this section will require off-site rights-of-way and/or easements from Parcel 57H. The Applicant's obligation to construct the off-site portion of Merchant Street is contingent on the required off-site rights-of-way and/or easements from Parcel 57H being made available at no cost to the Applicant. If said rights of-way and/or easements are not available at no cost to the Applicant, then the Applicant shall be relieved of its obligation to construct the off-site portion of Merchant Street, and shall instead construct a temporary private section of Merchant Street along the frontage of Building D4 as depicted on Sheets C-7, C-7A, and C-7B and ~~C-7C~~ of the CDP. In this event, the Applicant shall escrow with DPWES the cost of removing the interim section from the Subject Property and the cost of reconstructing that portion of the ultimate section of Merchant Street on the Subject Property, to be constructed in the future by others and shall provide all necessary easements and right-of-way dedication to facilitate this construction by others.

C. The final design of the improvements to Merchant Street as generally described above shall be further refined in conjunction with the submission of any FDP and all site plans for those portions of the Subject Property fronting Merchant Street. If it is determined at FDP or site plan that a reduction in the 44 foot section of Merchant Street is appropriate, the section may be reduced as approved by the County and VDOT. Construction shall be provided commensurate with development on the Subject Property's Merchant Street frontage.

D. Prior to issuance of the first RUP or Non-RUP for Building D3 or D4, the Applicant shall record a public access easement across the constructed portions of Merchant Street, in a form approved by the County Attorney, to permit future access from adjacent properties to the southeast. Said connections are to be provided by others. Under no circumstance shall the granting of this easement preclude the approval of site plans for development for the remainder of the Subject Property.

D.E. Should Parcel 57H redevelop prior to development of Buildings D2A, D3 and D4, and if requested by the County, the Applicant shall assess the feasibility in its discretion of allowing the developer of Parcel 57H to construct Merchant Street across the Subject Property. However, nothing herein shall require the Applicant to grant permission and/or easements for the construction of Merchant Street across the Subject Property.

29. Advance Access Consideration. Provided the Georgelas Group LLC or a related entity has taken title to Parcel 57, the Georgelas Group LLC or related entity shall, upon request, make Parcel 57 available to another party for access purposes. Parcel 57 shall be made available upon (i) reimbursement by the other party of the Georgelas Group LLC or a related entity's costs of acquisition and all commercially reasonable expenses associated with the acquisition and rezoning of Parcel 57, (ii) agreement of the other party to construct Broad Street across Parcel 57 by a time certain or provide its pro-rata share of the cost of Broad Street between Pierpoint Street and Spring Hill Road and permit the Applicant to construct the section, and (iii) agreement of the other party to

grant Applicant access to Broad Street across Parcel 57 and any extensions of Pierpoint Street across the property of such other party.

30. Service Alleys.

- A. The Applicant shall construct a service alley within Building D1 immediately adjacent to its eastern boundary as depicted on Sheets C-6 and C-6A. The service alley shall provide access to garage, loading and service areas for Building D1 from Pierpoint Street and shall be designed and constructed with "knock-out panels" to allow future connection to, and use by, a potential future building to be constructed on adjacent property to the east identified as 2012 Tax Map 29-3 ((1)) 53 ("Parcel 53").
- B. The Applicant shall also construct a service alley through Buildings D2A and D2B immediately adjacent to its eastern boundary connecting Pierpoint Street and Merchant Street as depicted on Sheet C-6 and C-6A. The service alley shall provide access to garage, loading and service areas for Building D2A and D2B and shall be designed and constructed with "knock-out panels" to allow future connection to, and use by, potential future buildings to be constructed on adjacent property to the east identified as 2012 Tax Map 29-1 ((1)) 17B ("Parcel 17B") and 29-3 ((1)) 55 ("Parcel 55").
- C. The general location of the private access easements shall be shown on the applicable FDPs. Deeds of easements in a form acceptable to the Office of the County Attorney shall be granted over the alleys for the benefit of the adjacent parcels; such private access easements to become effective upon completion of Buildings D1, D2A and D2B. The Applicant shall provide written notification to the owners of Parcels 53, 17B and 55 once the easements have been recorded.

31. Circulator Accommodations. The Applicant shall dedicate the rights-of-way for the circulator route along the Subject Property's frontages with Spring Hill Road and Tyco Road as shown on Sheet C-8 of the CDP at site plan approval for Buildings D1, D3, D6 and the first of either Buildings D2A or D2B. The Applicant shall construct the asphalt vehicular lane for circulator use in conjunction with the construction of other street frontage and streetscape improvements as specified in these Proffers. Prior to operation of the circulator the street area may be used for on-street parking as may be permitted by the County and VDOT.

32. Traffic Signals.

- A. Broad Street with Tyco Road and Spring Hill Road. A warrant study for the installation of two new traffic signals on Broad Street at its intersection with Spring Hill Road and Tyco Road shall be submitted within twelve (12) months after the issuance of the first initial RUP or Non-RUP for each of Buildings D4, D5 or D6. If one or more signals are deemed warranted by VDOT at that time, then such traffic signals, including pedestrian enhancements as may be required by VDOT, shall be designed, equipped and installed by the Applicant. In the

event one or more of the signals are not warranted, the Applicant shall escrow with DPWES the building's pro-rata share of the signal(s).

If not previously warranted with Buildings D4, D5 or D6, the Applicant shall submit a warrant study within twelve (12) months after the issuance of the first initial RUP or Non-RUP for the final building to be built on the Subject Property. If warranted by VDOT at that time, the Applicant shall design, equip and install such signals including pedestrian enhancements as required by VDOT.

If one or both signals are not warranted with the last building on the Subject Property, then the Applicant shall be refunded its previously escrowed contributions toward the signal(s) and the Applicant's obligation to construct or in any manner pay for such signal(s) shall be deemed null and void and this Proffer of no further effect.

- B. Merchant Street and Tyco Road. A warrant study for the installation of a new traffic signal at the Merchant Street and Tyco Road intersection shall be submitted within twelve (12) months after the issuance of the first initial RUP or Non-RUP for each of Buildings D2B and D3. If a signal is deemed warranted by VDOT at that time, then such traffic signal, including pedestrian enhancements as may be required by VDOT, shall be designed, equipped and installed by the Applicant. In the event a signal is not warranted, the Applicant shall escrow with DPWES the building's pro-rata share of the signal.

If not previously warranted with Buildings D2B or D3, the Applicant shall submit a warrant study within twelve (12) months after the issuance of the first initial RUP or Non-RUP for the final building to be built on the Subject Property. If warranted by VDOT at that time, the Applicant shall design, equip and install such signal including pedestrian enhancements as required by VDOT.

If not warranted with the last building on the Subject Property, then the Applicant shall be refunded its previously escrowed contributions toward the signal and the Applicant's obligation to construct or in any manner pay for such signal shall be deemed null and void and this Proffer of no further effect.

- C. Pierpoint Street and Tyco Road. A warrant study and operational analysis for the installation of a new traffic signal at the Pierpoint Street and Tyco Road intersection shall be submitted within twelve (12) months after the issuance of the first initial RUP or Non-RUP for each of Buildings D1 and D2-A. If a signal is deemed warranted by VDOT at that time, then such traffic signal, including pedestrian enhancements as may be required by VDOT, shall be designed, equipped and installed by the Applicant. In the event a signal is not warranted, the Applicant shall escrow with DPWES the building's pro-rata share of the signal.

If not previously warranted with Buildings D1 or D2-A, the Applicant shall submit a warrant study within twelve (12) months after the issuance of the first initial RUP or Non-RUP for the final building to be built on the Subject Property..

If warranted by VDOT at that time, the Applicant shall design, equip and install such signal including pedestrian enhancements as required by VDOT. If not warranted with the last building on the Subject Property, then the Applicant shall be refunded its previously escrowed contributions toward the signal and the Applicant's obligation to construct or in any manner further pay for such signal is deemed null and void and this Proffer of no further effect.

- D. Prior to the issuance of a Non-RUP for Building D1, the Applicant shall modify or replace the existing traffic signal at Tyco Road and Route 7 to accommodate the revised intersection as required by VDOT, including installation of pedestrian enhancements across the northern and eastern legs of the intersection subject to VDOT approval.
- E. For any signal warranted by VDOT, the Applicant shall provide VDOT with the requisite traffic signal plans for review and approval. All right-of-way associated with signal equipment (poles, equipment boxes, etc.) on the Subject Property not already dedicated shall be reserved for dedication in fee simple to the Board of Supervisors in accordance with Proffer 23A.

If off-site right-of-way or easements associated with signal equipment (poles, equipment boxes, etc.) is required for the installation of warranted signals, the Applicant shall seek such off-site right-of-way or easements through a cooperative agreement with the owners. In the event the Applicant is unable to acquire the right-of-way and/or easements necessary to install the signal(s) through a cooperative agreement with the owners, then the Applicant shall contribute to Fairfax County its reasonably determined pro-rata share towards the future installation of said signal(s) by others. In such event, the Applicant's obligation to construct or in any manner further pay for such signal(s) is deemed null and void the proffered commitment with regard to said signal(s) of no further effect.

- F. For any signal warranted by VDOT, the Applicant shall be entitled to the use of any pro-rata share contributions collected by Fairfax County with respect to such warranted signals.
 - G. Upon request of the Applicant or on the County's own initiative, the Zoning Administrator may (1) agree to a later date for completion of the traffic signal installation(s) or (2) permit the Applicant to proceed without the signal installations.
33. Signal Optimization. The Applicant shall analyze the signal operations in the Route 7 Corridor, from the Dulles Airport Access Road and Toll Road ("the Toll Road") to Westpark Drive/Gosnell Road and provide recommendations for optimizing signal timing to VDOT. The Applicant shall also provide this analysis for signals on Spring Hill Road from Route 7 to the intersection of International Drive and along Tyco Road between Route 7 and Spring Hill Road if those signals identified in Proffer 32 are installed. If modification recommendations for the Spring Hill Road and Tyco corridors are acceptable to VDOT, the Applicant shall implement these optimizations. Such analyses

shall be provided with on or before the issuance of a building permit for the fourth building on the Subject Property.

34. Bus Shelters. Bus shelter locations shall be evaluated for the property on which a site plan has been submitted for approval for feasibility at the time of site plan approval in consultation with FCDOT and VDOT. Identified bus shelter locations shall be within the landscape amenity panel of the streetscape to the extent feasible and shall not impede convenient access to building entries. Bus shelter locations may necessitate adjustments to street tree locations and other street furnishings from that shown on the CDP which shall be accommodated without the requirement for a CDPA or FDPA.
35. Construction Traffic Management. The Applicant shall prepare and implement a construction management plan during construction of each phase, as appropriate, through its development/construction manager so as to provide safe and efficient pedestrian and vehicle circulation at all times on the Subject Property and on the public roadways adjoining the Subject Property. The management plan shall identify anticipated construction entrances, construction staging areas, construction vehicle routes and procedures for coordination with FCDOT and/or VDOT concerning construction material deliveries, lane or street closures, and/or other construction related activities to minimize disturbance on the surrounding road network.

Such plans shall be prepared by a qualified professional and submitted for review and comment to the VDOT, FCDOT and DPWES upon submission of the initial site plan for each phase.

36. Tysons Grid of Streets Transportation Fund. The Applicant shall provide a contribution of \$1000 for each residential unit and \$6.44 for each square foot of new non-residential space constructed on the Subject Property to Fairfax County for the Tysons Grid of Streets Transportation Fund in keeping with the Guidelines for the Tysons Grid of Streets Transportation Fund adopted by the Board of Supervisors on January 8, 2013, except as may be modified in these Proffers. The contribution amount due shall be adjusted for all creditable expenditures described herein.

The Applicant shall receive credits against the contributions that would otherwise be due to the Tysons Grid Fund for the following costs:

- A. Costs incurred by the Applicant in the acquisition of off-site right-of-way and associated easements, including costs borne by the Applicant associated with any Fairfax County condemnation actions, for the construction of off-site public streets and intersection improvements, such as portions of Broad Street, Merchant Street and Tyco Road; and
- B. Costs incurred by the Applicant for the construction of all or a part of off-site public streets, such as Broad Street, Merchant Street and Tyco Road, (not including costs of the Subject Property's frontage improvements).

BICYCLE FACILITIES

37. Bicycle Circulation. In combination with the street and streetscape improvements identified in these Proffers, the Applicant shall provide pavement and, subject to County and VDOT approval, striping for on-road bicycle lanes along the Subject Property's frontages with Tyco Road, Spring Hill Road and Broad Street, as may be further provided in these Proffers. Such lanes shall typically be four (4) to six (6) feet in width as shown on Sheet C-8 with the final dimension determined at the time of site plan approval. Bicycle lane striping shall be subject to approval by VDOT.
38. Bicycle Parking. The Applicant shall provide bicycle racks, bike lockers, and bike storage areas throughout the Subject Property, the specific locations of which shall be determined at the time of site plan approval. The bike racks shall be inverted U-style racks or other design approved by FCDOT in consultation with OCR. The total number of bike parking/storage spaces and related facilities shall be consistent with the Fairfax County Policy and Guidelines for Bicycle Parking for each building or group of buildings as determined at site plan.

PARKING

39. Zoning Ordinance Requirements. Parking on the Subject Property shall be provided in accordance with the parking requirements for the PTC District set forth in Sect. 6-509 and Article 11 of the Zoning Ordinance, and as shown on the CDP. The exact number of spaces to be provided shall be refined with approval of the Final Development Plan(s) (the "FDPs") and determined at the time of site plan approval based on the specific uses, number of residential units and bedroom mix. If changes in the mix of uses or residential bedroom mix result in parking greater than that anticipated on the CDP, the additional parking spaces shall be accommodated within the proposed parking structures, without increasing the height or mass of the parking structures.
40. Phasing of Parking. Parking shall be provided in phases commensurate with development of the Subject Property. Parking spaces in excess of the maximum parking ratios set forth in the Ordinance may be provided in the early phases of development of the Subject Property, provided that at the build-out of the Subject Property, the maximum parking rates are not exceeded. Required parking spaces for an individual building need not be provided on the parcel on which the building is located, but shall be provided within the Subject Property.
41. Future Parking Revisions. The Applicant reserves the right to provide parking at revised rates (rates referring to the number of parking spaces provided per dwelling unit for residential uses or per square foot of GFA for Office, Hotel and Retail/Service uses) as may be permitted by a future amendment to the Zoning Ordinance. Optional use of revised rates shall not require a CDPA or PCA, provided there is no increase in the size or height of above-grade parking structures.
42. Parking Stipulations.
- A. The Applicant shall provide controlled access to the parking garages and shall ensure that the control equipment is capable of counting vehicles entering and exiting the garages.

- B. The sale or lease rates of parking spaces shall be “unbundled” from the purchase price or lease rate of the individual dwelling units; meaning a unit’s purchase price or lease rate shall be exclusive of parking costs.

TRANSPORTATION DEMAND MANAGEMENT

43. Tysons Transportation Management Association. The Applicant shall contribute to Fairfax County funds for the establishment of a future transportation management association (the “TMA”) pursuant to paragraphs A and B hereof, which may be established for the Tysons Corner Urban Center and to which all other Tysons property owners will ~~also~~ be required to contribute ~~to~~.
- A. The Applicant shall make a one-time contribution to the establishment of ~~this~~ the ~~future~~ TMA based on a participation rate of \$0.10 per gross square foot of new office uses and \$0.05 per gross square foot of new residential uses to be constructed on the Subject Property.
- B. The contribution to the TMA shall be paid prior to site plan approval for each new residential or office building to be constructed on the Subject Property.
- C. If subsequent to the approval of this Rezoning, a Tysons Corner Urban Center-wide TMA is approved by FCDOT and established for the purpose of administering TDM programs in the Urban Center, then the Applicant may, at its sole discretion, join or otherwise become associated with such entity and transfer some or all functions of this TDM Program to the new entity, whereupon this Proffer in whole or in part shall be void and of no further force or effect. Further, if determined by FCDOT that a proactive, private TDM program is no longer necessary, the TDM structure in this Proffer may be rendered null and void in whole or in part without the need for a PCA.
- D. If the TMA has not been established within three (3) years after the approval of this Rezoning, this Proffer shall be null and void and with no further effect on the Subject Property. Further, any funds contributed to the TMA by the Applicant would then be returned.
44. Transportation Demand Management Plan. The proffered elements of the TDM Program as set forth below are more fully described in the Spring Hill Station Transportation Demand Management Plan prepared by UrbanTrans dated August 22, 2011 (the “TDM Plan”) and such revisions to the Plan as prepared by Wells + Associates, Inc. dated September 2012. It is the intent of this Proffer that the TDM Plan will adapt over time to respond to the changing transportation related circumstances of the Subject Property, the surrounding community and the region, as well as to technological and/or other improvements, all with the objective of meeting the trip reduction goals as set forth in these Proffers. Accordingly, modifications, revisions, and supplements to the TDM Plan as coordinated with FCDOT can be made without the need for a PCA provided that the TDM Plan continues to reflect the proffered elements of the TDM Program as set forth below.

- A. Definitions. For purposes of this Proffer, "Stabilization" shall be deemed to occur one-year following issuance of the last initial RUP or Non-RUP for the final new building to be constructed on the Subject Property. "Pre-stabilization" shall be deemed to occur any time prior to Stabilization.
- B. Trip Reduction Objective. The objective of this TDM Program shall be to reduce the vehicle trips generated by residents and/or office tenants of the Subject Property (i.e., not including trips from hotel and retail uses), during weekday peak hours associated with the adjacent streets as more fully described in the TDM Plan, by meeting the percentage vehicle trip reductions established by the Comprehensive Plan as set forth below. These trip reduction percentages shall be multiplied by the total number of new residential and office vehicle trips that would be expected to be generated by the uses developed on the Subject Property as determined by the application of the Institute of Traffic Engineers, 8th Edition, Trip Generation rates and/or equations (the "ITE Trip Generation"), and the number of trips determined by the product of such equation shall be referred to herein as the "Maximum Trips After Reduction." For purposes of this calculation, the maximum number of dwelling units or the total gross square footage of office uses proposed to be constructed in each new building on the Subject Property as determined at the time of site plan approval for each building shall be applied to the calculation described in the preceding sentence. The target reductions shall be as follows:

<u>Development Levels</u>	<u>Percentage Vehicle Trip Reduction</u>
Up to 65 million sq.ft. of GFA	30%
65 million sq.ft. of GFA	35%
84 million sq.ft. of GFA	40%
90 million sq.ft. of GFA	43%
96 million sq.ft. of GFA	45%
105 million sq.ft. of GFA	48%
113 million sq.ft. of GFA	50%

The trip reduction goals outlined above are predicated on the achievement of specific development levels within the Tysons Corner Urban Center as anticipated in the Comprehensive Plan. Prior to undertaking trip measurements, the TPM shall, in consultation with the County, provide a summary of the then existing (i.e., based on RUPs and Non-RUPs issued) development levels in Tysons Corner in order to determine the appropriate vehicle trip reduction goal.

If through an amendment to the Comprehensive Plan, the Board of Supervisors should subsequently adopt a goal for trip reductions that is lower than that committed to in this Proffer, then the provisions of this Proffer shall be adjusted accordingly without requiring a PCA.

- C. Process of Implementation. The TDM Program shall be implemented as follows, however modifications, revisions, and supplements to the implementation process

as set forth herein and coordinated with FCDOT can be made without requiring a PCA.

- (i) TDM Program Manager. If not previously appointed, the Applicant shall appoint and continuously employ, or cause to be employed, a TDM Program Manager (TPM) for Spring Hill Station. If not previously appointed, the TPM shall be appointed by the Applicant no later than sixty (60) days after the issuance of the first building permit for the first new office or residential building to be constructed on the Subject Property. The TPM's duties may be part of other duties associated with the appointee. The Applicant shall notify FCDOT and the District Supervisor in writing within 10 days of the appointment of the TPM. Thereafter the Applicant (or UOA as applicable) shall do the same within ten (10) days of any change in such appointment.
- (ii) Reporting and Budgeting. The TPM shall prepare and submit to FCDOT an initial TDM Work Plan ("TDMWP") and Annual Budget no later than 180 days after issuance of the first building permit for the first new building on the Subject Property. Every calendar year thereafter, but no later than February 1st, the TPM shall submit an Annual Report, which may revise the Annual Budget in order to incorporate any new construction on the Subject Property.

The Annual Report shall assess the success of the previous year's program, suggest modifications or enhancements to program elements and establish a budget to cover the costs of implementation of the TDM Program for the coming year. At a minimum the Annual Report shall include:

- a. Specific details associated with the monitoring and reporting requirements of the TDM Program in accordance with the TDM Plan;
- b. Submission of the results of any Person Surveys and Vehicular Trip Counts conducted on the Subject Property;
- c. A summary of the development in Spring Hill Station, as well as the then existing development levels in the Tysons Corner Urban Center;
- d. A determination of the applicable Maximum Trips After Reduction for the Subject Property;
- e. Details as to the components of the TDM Program that will be put into action that year; and
- f. Any revisions to the Annual Budget needed to implement the TDM Program for the coming year. The expected aAnnual bBudget amounts are described in the TDM Plan.

The Annual Report and Annual Budget shall be reviewed by FCDOT. If FCDOT has not responded with any comments within sixty (60) days after submission, then the Annual Report and Annual Budget shall be deemed approved and the TDM Program elements shall be implemented. If FCDOT responds with comments on the Annual Report and Annual Budget, then the TPM will meet with FCDOT staff within fifteen (15) days of receipt of the County's comments. No later than thirty (30) days after the meeting, the TPM shall submit such revisions to the TDM Program and/or Annual Budget as discussed and agreed to with FCDOT and begin implementation of the approved program and fund the approved Annual Budget.

- (iii) TDM Account. If not previously established, the Applicant, through the TPM, shall establish a separate interest bearing account with a bank or other financial institution qualified to do business in Virginia (the "TDM Account") within 30 days after approval of the Annual Budget. All interest earned on the principal shall remain in the TDM Account and shall be used by the TPM for TDM purposes. The TDM Account shall be funded by the Applicant until the end of the Applicant Control Period and managed by the TPM; thereafter, the Account shall be funded by the UOA. The TDM Account shall not be eliminated as a line item in the Subject Property's governing budget and funds in the TDM Account shall not be utilized for purposes other than to fund TDM strategies/programs and/or specific infrastructure needs as may be approved in consultation with FCDOT.

Funding of the TDM Account shall be in accordance with the Annual Budget for the TDM Program elements to be implemented in a year. In no event shall the Spring Hill Station TDM Budget overall exceed \$200,000 (this amount shall be adjusted annually as set forth in Proffer 62). The TPM shall provide written documentation to FCDOT demonstrating the establishment of the TDM Account within ten (10) days of its establishment. The TDM Account shall be replenished annually, as necessary, thereafter following the establishment of each year's Annual Budget.

- (iv) TDM Remedy Fund. At the same time the TPM establishes and funds the TDM Account, the TPM shall establish a separate interest bearing account (referred to as the "TDM Remedy Fund") with a bank or other financial institution qualified to do business in Virginia. Funding of the TDM Remedy Fund shall be made one time on a building by building basis at the rate of \$0.40 per gross square foot of new office uses and \$0.30 per gross square foot of new residential uses on the Subject Property. Funding shall be provided by the Applicant prior to the issuance of the first initial RUP or Non-RUP for the applicable new building. This amount shall be adjusted annually as set forth in Proffer 62. Funds from the TDM Remedy Fund shall be drawn upon only for purposes of immediate need for TDM

funding and may be drawn on prior to any Annual Budget adjustments as may be required.

- (v) TDM Incentive Fund. The "TDM Incentive Fund" is an account into which the Applicant, through the TPM, shall deposit contributions to fund a multimodal incentive program for initial purchasers/lessees within Subject Property. Such contributions shall be made one time on a building by building basis at the rate of \$0.02 per gross square foot of new office and residential uses to be constructed on the Subject Property and provided prior to the issuance of the first initial RUP or Non-RUP for each new building.
- (vi) TDM Penalty Fund. The "TDM Penalty Fund" is an account into which the Applicant, through the TPM, shall deposit penalty payments as may be required pursuant to this Proffer for non-attainment of trip reduction goals. The County may withdraw funds from the TDM Penalty Fund for the implementation of additional TDM Program elements/incentives and/or congestion management within or proximate to the Spring Hill Station area. To secure the Applicant's obligations to make payments into the TDM Penalty Fund, the Applicant shall provide the County with a letter of credit or a cash escrow as further described below.

Prior to the issuance of the first RUP or Non-RUP for each new building on the Subject Property, the Applicant shall:

- a. Establish the TDM Penalty Fund, if not previously established by the TPM.
- b. Deliver to the County a clean, irrevocable letter of credit issued by a banking institution approved by the County or escrow cash in an interest-bearing account with an escrow agreement acceptable to DPWES to secure the Applicant's obligations to make payments into the TDM Penalty Fund (the "Letter(s) of Credit or Cash Escrow(s)"). The Letter(s) of Credit or Cash Escrow(s) shall be issued in an amount equal to \$0.10 per gross square foot of new office uses and \$0.05 per gross square foot of new residential uses shown on the approved site plan for each new building on the Subject Property. Until the Letter(s) of Credit or Cash Escrow(s) has been posted, the figures in the preceding sentence shall be adjusted annually as set forth in Proffer 62. Once the Letter(s) of Credit or Cash Escrow(s) has been posted, there shall be no further adjustments or increases in the amount thereof. The Letter(s) of Credit or Cash Escrow(s) shall name the County as the beneficiary and shall permit partial draws or a full draw. The foregoing stated amount(s) of the Letter(s) of Credit or Cash Escrow(s) shall be reduced by the sum of any and all previous draws under the Letter(s) of Credit or Cash Escrow(s) and payments by the

Applicant (or the TPM) into the TDM Penalty Fund as provided below.

- (vii) **Monitoring.** The Applicant shall verify that the proffered trip reduction goals are being met through the completion of Person Surveys and Vehicular Trip Counts of residential and/or office uses and/or other such methods as may be reviewed and approved by FCDOT. The results of such Person Surveys and Vehicular Trip Counts shall be provided to FCDOT as part of the Annual Report. Person Surveys and Vehicular Trip Counts shall be collected for the Subject Property beginning one year following issuance of the final initial RUP or Non-RUP for the first new office or residential building to be constructed on the Subject Property. Person Surveys shall be conducted every three (3) years and Vehicular Trip Counts shall be conducted annually until the results of three (3) consecutive traffic counts collected upon Stabilization show that the applicable trip reduction goals have been met. Thereafter, Person Surveys and Vehicular Trip Counts shall be conducted every five (5) years. Notwithstanding the aforementioned, at any time prior to or after Stabilization, FCDOT may suspend or relieve the Applicant of annual Vehicular Traffic Counts or triennial Person Surveys if conditions warrant.

D. Remedies and Penalties.

- (i) **Prior to Stabilization.** If Prior to Stabilization the TDM Program monitoring reveals that the Maximum Trips After Reduction for the Subject Property is exceeded, the TPM shall meet and coordinate with FCDOT to address, develop and implement such remedial measures as may be, but not limited to those, identified in the TDM Plan and Annual Report.

Such remedial measures shall be funded by the TDM Remedy Fund as may be necessary and based on the expenditure program that follows:

<u>Trip Goals Exceeded</u>	<u>Remedy Expenditure</u>
Up to 1%	No Remedy needed
1.1% to 3%	1% of Remedy Fund
3.1% to 6%	2% of Remedy Fund
6.1% to 10%	4% of Remedy Fund
Over 10%	8% of Remedy Fund

If the results of the Vehicular Trip Counts conducted show that the trip reduction goals have been met on the Subject Property for three (3) consecutive years in accordance with the goals outlined in the table below, then a portion of the Remedy Fund as outlined in those same tables below shall be released to the building owners through the TPM. The amount released shall be relative to the amount contributed by those buildings constructed and occupied at the time Vehicular Trip Counts were

collected. Any funds remaining in the Remedy Fund after such release shall be carried over to the next consecutive three (3) year period.

Up to 65,000,000 Square Feet of GFA in Tysons	
Meet or Exceed Trip Goal for 3 Years By:	Cumulative % Remedy Fund Returned
0.0%-4.9%	30%
5.% - 10%	50%
10.1% - 15%	65%
15.1% - 18%	80%
18.1 - 20%	90%
>20%	100%

65-84,000,000 Square Feet of GFA in Tysons	
Meet or Exceed Trip Goal for 3 Years By:	Cumulative % Remedy Fund Returned
0.0%-4.9%	50%
5% - 10%	65%
10.1% - 13%	80%
13.1% - 15%	90%
>15%	100%

84-90,000,000 Square Feet of GFA in Tysons	
Meet or Exceed Trip Goal for 3 Years By:	Cumulative % Remedy Fund Returned
0.0%-4.9%	65%
5% - 8%	80%
8.1% - 10%	90%
>10%	100%

90-96,000,000 Square Feet of GFA in Tysons	
Meet or Exceed Trip Goal for 3 Years By:	Cumulative % Remedy Fund Returned
0.0%-4.9%	80%
5% - 8%	90%
>8%	100%

96-113,000,000 Square Feet of GFA in Tysons	
Meet or Exceed Trip Goal for 3 Years By:	Cumulative % Remedy Fund Returned
0.0%-4.9%	90%
>5%	100%

113,000,000+ Square Feet of GFA in Tysons	
Meet or Exceed Trip Goal for 3 Years By:	Cumulative % Remedy Fund Returned
>0%	100%

There is no requirement to replenish the TDM Remedy Fund at any time. Any cash left in the TDM Remedy Fund shall be released to the Applicant once three (3) consecutive annual Vehicular Trip Counts conducted show that the Maximum Trips After Reduction have not been exceeded.

- (ii) Following Stabilization. If the TDM Program monitoring reveals that the Maximum Trips After Reduction for the Subject Property is exceeded, then the TPM shall meet and coordinate with FCDOT to address, develop and implement such remedial measures as may be identified in the TDM Plan and Annual Report and funded by the TDM Remedy Fund as may be necessary, commensurate with the extent of deviation from the Maximum Trips After Reduction goal as set forth in accordance with the expenditure schedule outlined above.

If the results of the Vehicular Trip Counts conducted upon-Stabilization show that the trip reduction goals have been met site-wide for three (3) consecutive years in accordance with the goals outlined on the table above, then any remaining Remedy Funds shall be released back to the building owners through the TPM.

If despite the implementation of remedial efforts, the applicable Maximum Trips After Reduction (based on the existing development levels in the Tysons Corner Urban Center as described in this Proffer are still exceeded after three (3) consecutive years, then, in addition to addressing further remedial measures as set forth in this Proffer, the TPM shall be assessed a penalty according to the following:

Exceeded Trip Goals	Penalty
Less than 1%	No Penalty Due
1% to 3%	5% of Penalty Fund
3.1% to 6%	10% of Penalty Fund
6.1% to 10%	15% of Penalty Fund
Over 10%	20% of Penalty Fund

Penalties may be incurred in subsequent Stabilization years when the applicable Maximum Trips After Reduction for the Subject Property continue to be exceeded and provided there are funds still available in the Penalty Fund.

The Applicant through the TPM shall make the payments required by this Proffer into the TDM Penalty Fund upon written demand by the County, and the County shall be authorized to withdraw the amounts on deposit in the TDM Penalty Fund. If the TPM fails to make the required penalty payment to the TDM Penalty Fund within thirty (30) days after written demand, the County shall have the ability to withdraw the penalty amount directly from the Letter(s) of Credit or Cash Escrow(s).

The maximum amount of penalties associated with the Subject Property, and the maximum amount the TPM shall ever be required to pay pursuant to the penalty provisions of this Proffer, including prior to and after Stabilization, shall not in the aggregate exceed the amount of the Letter(s) of Credit or Cash Escrow(s) determined and computed pursuant to the provisions of this Proffer. There is no requirement to replenish the TDM Penalty Fund at any time. The Letter(s) of Credit and/or any cash left in the Cash Escrow(s) shall be released to the Applicant through the TPM once three (3) consecutive Vehicular Trip Counts conducted after Stabilization show that the Maximum Trips After Reduction for the Subject Property have not been exceeded.

- E. Additional Trip Counts. If an Annual Report indicates that a change has occurred that is significant enough to reasonably call into question whether the applicable vehicle trip reduction goals are continuing to be met, then FCDOT may require the TPM to conduct additional Vehicular Trip Counts (pursuant to the methodology set forth in the TDM Plan) within 90 days to determine whether in fact such objectives are being met. If any such Vehicular Trip Counts demonstrate that the applicable vehicle trip reduction goals are not being met, then the TPM shall meet with FCDOT to review the TDM strategies in place and to develop modifications to the TDM Plan to address the surplus of trips.
- F. Review of Trip Reduction Goals. At any time and concurrent with remedial actions and/or the payment of penalties as outlined herein, the TPM may request that FCDOT review the vehicle trip reduction goals established for the Subject Property and set a revised lower goal for the Subject Property consistent with the results of such surveys and traffic counts provided for by this Proffer. In the event a revised lower goal is established for the Subject Property, the Maximum Trips After Reduction shall be revised accordingly for the subsequent review period without the need for a PCA.
- G. Continuing Implementation. The TPM (through the UOA) shall bear sole responsibility for continuing implementation of the TDM Program and compliance with this Proffer after the end of the Applicant Control Period. The TPM shall continue to administer the TDM Program in the ordinary course in accordance with this Proffer including submission of Annual Reports.
- H. Notice to Owners. All owners of the Subject Property shall be advised of the TDM Program set forth in this Proffer. The then current owner shall advise all successor owners and/or developers of their funding obligations pursuant to the requirements of this Proffer prior to purchase and the requirements of the TDM Program, including the annual contribution to the TDM Program (as provided herein), shall be included in all initial and subsequent purchase documents.
- I. Enforcement. If the TPM fails to submit a report to FCDOT within the time frames required by this Proffer, the TPM shall have sixty (60) days within which to cure such violation. If after such sixty (60) day period the TPM has not submitted the delinquent report, then the TPM (or UOA as applicable) shall be

subject to a penalty of \$100 per day up to a maximum of \$36,500 per incident until such time as the report is submitted to FCDOT. Such penalty shall be paid to Fairfax County to be used for transit, transportation, or congestion management improvements within the vicinity of the Subject Property.

45. Transportation Demand Management for Retail/Hotel Uses. As provided in the above Proffer, certain components of the TDM Plan are applicable to and would benefit the retail and/or hotel uses proposed on the Subject Property. Therefore, the Applicant ~~will~~shall provide an additional TDM program tailored to specifically serve the Retail and/or Hotel Uses (the "Retail/Hotel TDM Program"), which may be developed on the Subject Property. In no event will remedies and/or penalties be assessed against any Retail/Hotel Uses.
- A. Goals of the Retail/Hotel TDM Program. Because tenants of the Retail stores and Hotels and their employees work hours that are atypical of the standard work day, these tenants and their employees do not necessarily travel to and from the Subject Property during Peak Hours. Given this, the Retail/Hotel TDM Program shall encourage Retail tenants, Hotel Guests and the Retail/Hotel employees to utilize transit, carpools, walking, biking and other non-Single Occupancy Vehicle ("non-SOV") modes of transportation to travel to and from the Subject Property rather than focusing on the specific trip reductions during the weekday AM or PM Peak Hours.
 - B. Components of the Retail/Hotel TDM Program. The Retail/Hotel TDM Program shall include, at a minimum, the components applicable to the Subject Property that are described in this Proffer and the additional components provided below. These additional components may be subsequently amended by mutual agreement between the Applicant and FCDOT. All amendments to the components of the Retail/Hotel TDM Program contained in this Proffer shall be approved by FCDOT and will not require a PCA.
 - C. Employee/Tenant Meetings. The TPM shall hold, at a minimum, an annual TDM meeting with the Retail store tenants and Hotel Managers, and their respective employees, to review the available transit options, changes in transit service and other relevant transit-related topics. Based on these meetings, the TPM shall work with Fairfax County to consider changes to the relevant services, such as changes to bus schedules, if such changes would provide better service to the Subject Property tenants and their employees.
 - D. Regional TDM Programs. The TPM shall make information available to Retail store tenants, Hotel Guests and the Retail/Hotel employees about regional TDM programs that promote alternative commuting options. This shall include information on vanpools, carpools, guaranteed ride home and other programs offered by organizations in the Washington, D.C. Metropolitan Area.
 - E. Retail/Hotel TDM Program Participation Outreach. The TPM shall endeavor in good faith to encourage participation by Retail store tenants and Hotel Management in the Retail/Hotel TDM Program, including the encouragement of a

financial participation by such tenants through their direct offering of transit benefit programs and transit incentives to their employees. The TPM shall include a report to the County with respect to the activities described in the TDM Proffer as part of the Annual Report to be filed with the County. This report shall include detailed accounts of the outreach efforts and the feedback and response from the tenants.

46. Existing Uses. Certain components of the TDM Plan may be applicable to and could benefit tenants/employees of the existing uses on the Subject Property. The TPM shall make available information on those components to any existing occupied use which is located on the Subject Property. Such uses shall not be subject to monitoring nor will remedies and penalties be assessed against those existing uses.

AFFORDABLE/WORKFORCE HOUSING

47. Affordable Dwelling Units. If required by the provisions of Part 8 of Article 2 of the Zoning Ordinance, Affordable Dwelling Units (“ADUs”) shall be provided pursuant to said regulations unless modified by the ADU Advisory Board.
48. Workforce Dwelling Units. In addition to any ADUs that may be required pursuant to these Proffers, the Applicant shall also provide for-sale and/or rental housing units on the Subject Property in accordance with the Board's ~~of Supervisors'~~ Tysons Corner Urban Center Workforce Dwelling Unit Administrative Policy Guidelines dated June 22, 2010. Workforce Dwelling Units (“WDUs”) shall be provided such that the total number of ADUs, if any, plus the total number of WDUs results in not less than twenty percent (20%) of the total residential units constructed as part of the Proposed Development. The 20% applies to the total number of dwelling units to be constructed on the Subject Property. If ADUs are provided in the development, both the ADUs and the ADU bonus units shall be deducted from the total number of dwelling units on which the WDU calculation is based.

The WDUs generated by each residential building on the Subject Property shall be provided within said building, however the Applicant reserves the right to consolidate the WDUs into one or more buildings with the build-out of the Subject Property and thereby increase the number of WDU units in one or more buildings beyond twenty percent (20%) with a corresponding decrease in the number of WDU units in the other buildings. The WDUs in each building shall have a bedroom mix similar to that provided in the market rate units in such building. Additionally, in the event that parking spaces are guaranteed to be made available for lease to individual market rate dwelling units, at least one (1) parking space shall be made available for lease by each ADU and/or WDU in the development.

Notwithstanding the foregoing, should the Board's ~~of Supervisors'~~ policies related Workforce Dwelling Units in Tysons Corner be amended, the Applicant reserves the right, at its sole discretion, to opt in to the new policies, in part or in whole, without the need for a PCA and, if the Applicant so opts into any such new policies, the provisions of this Proffer which relate to the new policies of the Board ~~of Supervisors~~ which Applicant has elected to opt into shall no longer be effective. Furthermore, the Applicant reserves

the right to enter into a separate binding written agreement with the appropriate Fairfax County agency as to the terms and conditions of the administration of the WDUs following approval of this Application. Such an agreement shall be on terms mutually acceptable to both the Applicant and Fairfax County and may occur after the approval of this Application. Neither the Board of Supervisors nor Fairfax County shall be obligated to execute such an agreement. If such an agreement is executed by all applicable parties, then the WDUs shall be administered solely in accordance with such an agreement and the provisions of this Proffer as it applies to WDUs shall become null and void. Such an agreement and any modifications thereto shall be recorded in the land records of Fairfax County.

49. Office and Non-Residential Contributions to Affordable/Workforce Housing. For new office and other non-residential uses on the Subject Property, the Applicant shall select, within its sole discretion, one of the following two options for contributing toward the provision of affordable and/or workforce housing within Tysons Corner. These contributions shall be made to the Board, be deposited in a specific fund to be used solely for this purpose within Tysons Corner and shall be payable at the time of issuance of the first Non-RUP for new office or other non-residential buildings on the Subject Property. The options shall consist of either (i) a one-time contribution of \$3.00 for each square foot of GFA of new office or other non-residential use, or (ii) an annual contribution of \$0.25 for each square foot of GFA of new office or other non-residential use continuing for a total of 16 years. Under either option, GFA associated with Retail/Service uses and public uses are excluded from the contribution.

PARK AND RECREATIONAL FACILITIES

50. Publicly Accessible Parks and Recreational Facilities. The Applicant shall provide park spaces and recreational facilities on the Subject Property that will be open and accessible to the general public as depicted on the CDP. For areas that are not specifically dedicated to the Fairfax County Park Authority ("FCPA") for park purposes, the Applicant shall retain the area(s) in fee simple, record public access easement(s) ensuring that the park space is open to the public for periods of times consistent with traditional Fairfax County parks, or other times as agreed to with the FCPA, subject to usual and customary rules and regulations, and provide for perpetual private maintenance. The Applicant shall also enter in to an agreement with FCPA to plan and coordinate activities and events within the publicly accessible park areas and shall coordinate with FCPA to ensure such park areas are included on the FCPA's website to encourage public use. A wayfinding and signage system shall be developed in coordination with FCPA at the time of FDP and site plan approval and installed by the Applicant to ensure the public can easily identify and access all publicly accessible park spaces. The following parks and facilities shall be provided as generally shown on the CDP, with more specific details provided at the time of FDP approval. Additional or substitute recreational facilities to those listed below may be approved with the FDP provided such facilities result in an equivalent or enhanced quality of recreational opportunities. With each FDP that includes publically accessible park areas, the Applicant shall assess the opportunity to increase active recreational facilities over that shown on the CDP and provide additional active recreational facilities when feasible.

- A. Public Urban Park North (1) – A street level plaza of approximately 36,000 square feet is to be located between Buildings D3 and D4 as generally depicted on Sheets L-7 and L-10. This civic plaza shall remain in private ownership as a public park space with appropriate access easements as noted in these Proffers. The park shall be constructed commensurate with the construction of Buildings D3 and D4 and shall include:
- (i) a mixture of hardscaping and landscaping;
 - (ii) outdoor seating; and
 - (iii) a designated space to accommodate public art, including visual arts exhibits and small scale performing arts.

The Applicant shall coordinate with FCPA to permit and publicize art performances, art fairs, and rotating art exhibits within the park.

- B. Public Urban Park (2) – A street level park of approximately 14,500 square feet is to be located at the corner of Tyco Road and Broad Street as generally depicted on Sheets L-7 and L-16 of the CDP. The Applicant shall offer to dedicate this area to the FCPA for park purposes at the time of site plan approval for Building D4. Based on the FCPA's decision with regard to dedication and use of this park area, the park area shall be developed in one of the following manners:
- (i) Should FCPA decide to accept dedication and maintenance of the park area with the intention of utilizing it as a public park, the Applicant shall construct on the site either: 1) a skate park with "skateable art", hardscaping, landscaping, and outdoor seating; 2) a dog park with hardscaping, landscaping, fencing and outdoor seating; or 3) a park with alternative substitute recreational facilities as may be determined at FDP. The park shall be designed to allow future expansion on to adjacent property.
 - (ii) Should Fairfax County and FCPA, in consultation with the ~~Providence~~ District Supervisor, decide that they prefer to accept dedication of the park area for the purpose of selling or trading it for parkland elsewhere in the Tysons West area, the Applicant shall not construct the skate park, but shall instead install and maintain a fenced area on the site appropriate for dog exercise area on an interim basis until such time as the land is sold or traded. Under these circumstances, the Applicant shall contribute the estimated cost of the proposed skate park component and outdoor seating to the County for use in developing park facilities in the Tysons West area.
 - (iii) Should FCPA decide not to accept dedication of the park area, the park area shall remain in private ownership as a public park space with appropriate access easements as noted in these Proffers. Under these circumstances, the Applicant shall develop the park area as either: 1) a dog park with hardscaping, landscaping, and outdoor seating; or 2) a park with

alternative substitute recreational facilities as may be determined at FDP. The Applicant shall enter into an agreement with FCPA for the Applicant or its successors to provide perpetual maintenance of the park.

- (iv) Construction of the park improvements shall be substantially complete within 18 months of the issuance of the first RUP for Building D4 and dedication, if applicable, shall occur prior to bond release for that same building.

C. Public Urban Park (3) – ~~a~~ A street level plaza of approximately 4,350 square feet is to be located adjacent to Buildings D5 as generally depicted on Sheets L-7. It shall include hardscaping, specialty landscaping and outdoor seating, the details of which shall be detailed at FDP. The park design may also need to accommodate an interim fire lane turn-around until such time as Pierpoint Street is extended to the west. This plaza shall remain in private ownership as a public park space with appropriate access easements as noted in these Proffers.

D. Public West Sky Park (4) – ~~an~~ An elevated park of approximately 29,000 square feet to be located a top the parking podium of Building D1 as generally depicted on of the CDP. Well marked entrances and elevators to the West Sky Park shall be provided from Pierpoint Street and Leesburg Pike, similar in character to that shown on Sheet A-19.0 of the CDP. As shown on Sheets L-11 and L-12 of the CDP, the West Sky Park shall include:

- (i) a running track;
- (ii) golf putting greens;
- (iii) a yoga/exercise area; and
- (iv) outdoor seating.

It is anticipated that the West Sky Park could be expanded with the potential development of buildings to the east and that the expanded space could be utilized for a partial athletic field in lieu of some of the uses specified above. Should this occur, the Applicant shall grant the necessary easements to facilitate construction of the park expansion by others.

E. Public East Sky Park (5) – ~~an~~ An elevated park of approximately 13,500 square feet to be located a top the parking podium of Building D6 as depicted on the CDP. Well marked entrances and elevators to the East Sky Park shall be provided from Pierpoint Street and Leesburg Pike, similar in character to that shown on Sheet A-19.0 of the CDP. As shown on Sheet L-13 and L-14 of the CDP, the East Sky Park shall include:

- (i) play area for children ages 2-5;
- (ii) play area for children ages 5-12;

- (iii) loose chairs and lounges; and
- (iv) small outdoor café or vending station.

It is anticipated that the East Sky Park could be expanded with the potential development of buildings to the south. Should this occur, the Applicant shall grant the necessary easements to facilitate construction of the park expansion by others.

51. Private Amenities and Recreation Facilities for Residents. The Applicant shall provide on-site recreational facilities for the future residents of the Subject Property. Pursuant to Par. 2 of Sect. 6-110 of the Zoning Ordinance regarding developed recreational facilities, the Applicant shall expend a minimum of \$1700 per market-rate and workforce residential unit on such recreation facilities. Prior to final bond release for each building constructed on the Subject Property, the balance of any funds not expended on-site, as determined by DPWES shall be contributed to the FCPA for the provision of recreation facilities serving Tysons Corner.

The specific facilities and amenities to be provided for each individual residential building or shared between two or more buildings, which shall be for the use and enjoyment of those building(s) residents, shall be determined at the time of FDP approval. Amenities to be provided may include but not be limited to:

- A. Private exterior recreational areas/courtyards on the upper level of the parking podiums ~~podia~~ with seating areas, specialty landscaping, lawn and/or shaded areas and hardscape areas, and may also include a volleyball court, putting green, bocci court, boules court, board game tables, or similar recreational facility as generally shown on Sheets L-15 of the CDP or as may be approved with the FDP;
 - B. Private exterior recreational area on the roof or podium level with a swimming pool, lounge deck, and shade structure;
 - C. Interior fitness center, a minimum of 1,000 square feet in size, furnished with exercise equipment such as stationary bikes, treadmills, weight machines, free weights, etc., but not necessarily staffing; and
 - D. Clubroom for resident gatherings and/or media/entertainment center.
52. Athletic Field Construction. To address the Comprehensive Plan's recommendations regarding the provision of athletic fields in Tysons, the Applicant shall provide a contribution of \$0.75 for each gross square foot of new space constructed on the Subject Property to the FCPA to fund the design and construction of a new rectangular athletic field with synthetic turf and field lights within the FCPA Raglan Road Park, as may be shown on an approved park master plan for Raglan Road Park (the "Raglan Road Park Field"). The contributions shall be payable at the time of issuance of the first RUP or non-RUP as applicable, for each new building on the Subject Property.

In the event, the Raglan Road Park Field is constructed by the County or FCPA prior to all proffered funds from the Subject Property being collected, or alternatively Raglan

Road Park Field is not constructed, said contributions to the FCPA may be utilized to support the provision of other active recreation facilities either through land acquisition or facility development in Tysons.

PUBLIC FACILITIES

53. Fire and Rescue Station Contribution. The Applicant shall contribute \$2.00 per new square foot of GFA constructed on the Subject Property for the construction of a new Fairfax County Fire and Rescue Station (the "New Station") on property subject to RZ 2010-PR-014-B. The contributions shall be payable at the time of issuance of the first RUP or non-RUP as applicable, for each new building on the Subject Property. Any such contributions due prior to delivery of the New Station to Fairfax County shall be paid by the Applicant to Fairfax County. Any such contributions following the delivery of the New Station to Fairfax County shall be paid by the Applicant directly to the applicant of RZ 2010-PR-014-B, or its successors or assigns. In this instance, the Applicant shall demonstrate to DPZ and DPWES, as applicable, that such contribution has been made prior to the issuance of the first RUP or Non-RUP for each new building.
54. Interim Fire Station Circulation Improvements. In the event that the existing Fire and Rescue Station on the Subject Property has not been relocated by the time Building D5 is constructed or Pierpoint Street is constructed across Parcel 57B, the Applicant shall provide interim circulation improvements to the existing Fire and Rescue Station as generally shown on Sheets C-18 through C-18B of the CDP, if such improvements have not been previously completed by others. During the construction of the improvements, the Applicant shall ensure that the existing station remains fully functional, with the ability to maintain fire and rescue operations, fuel and test equipment, and park a minimum of 22 cars. Testing of equipment and parking of cars may occur off-site on adjacent properties, as may be approved by the Fire Department. Modifications to the interim improvements may be permitted without the need for a PCA, CDPA or FDPA with approval of DPZ and the Fairfax County Fire & Rescue Department. The improvements shall be completed prior to the issuance of the first RUP or Non-RUP for Building D5.
55. Public School Contribution. Per the Residential Development Criteria Implementation Motion adopted by the Board of Supervisors on September 9, 2002, and revised July, 2006, the Applicant shall contribute \$9,378 per expected student (based on a ratio of 0.087 student per multi-family residential unit) to the Fairfax County School Board to be utilized for capital improvements to schools that serve the Tysons Corner area. Such contribution shall be made on or before the issuance of the first RUP for each residential building on the Subject Property and shall be based on the actual number of dwelling units built in each building.

If, prior to site plan approval for the respective residential buildings, Fairfax County should modify, on a county-wide basis, the expected ratio of students per subject multi-family unit or the amount of the contribution per student, the amount of the contribution shall be modified for that building to reflect the then current ratio and/or contribution.

56. Electric Transmission Line Relocation. The Applicant shall make a monetary contribution to Fairfax County towards the relocation and undergrounding by others of the existing electric transmission line located between the Dominion Power Tyco electric substation and a future Dominion Power substation anticipated to be located south of Route 7. The Applicant's percentage share of this undergrounding project shall be equal to the percentage of linear feet of the existing transmission line actually located on the Subject Property, however in no event shall the Applicant's share exceed \$150,000. Said contribution shall be provided prior to the issuance of the initial RUP or Non-RUP for Building D4.
57. Arts and Entertainment. The Applicant shall coordinate with the Fairfax Arts Council to identify art related uses such as, but not limited to, theaters, music venues, dance studios, art schools, galleries, art shows and individual art pieces, that may be appropriate to include in the Proposed Development. Such uses may, at the Applicant's sole discretion, be included on an interim or permanent basis.

STORMWATER MANAGEMENT

58. Stormwater Management.
- A. Stormwater Management (SWM) measures for the Subject Property shall be designed to protect receiving waters downstream of Tysons Corner by reducing runoff from impervious surfaces using a progressive approach. This progressive approach shall, to the maximum extent practicable, strive to retain on-site and/or reuse the first inch of rainfall. Proposed SWM and Best Management Practice (BMP) facilities shall follow a tiered approach as identified by the County which may include infiltration facilities (where applicable), rainwater harvesting/detention vaults, runoff reducing and other innovative BMPs.
- Plans shall make use of certain LID techniques that will aid in runoff volume reduction and promote reuse throughout the site. As a part of the LID techniques proposed, the Applicants shall provide green roofs both intensive and/or extensive. Other LID techniques may include, but not be limited to, tree box filters, pervious hardscapes/streetscapes, and stormwater reuse for landscape irrigation and air conditioning unit makeup water.
- Additionally, the SWM facilities shall be designed to accommodate not just the pre-developed (existing) peak release rates, but also strive to preserve and/or improve the pre-developed (existing) runoff volumes as contemplated within current LEED requirements, depending on the existing impervious condition. The above noted SWM Facilities shall be designed to (where applicable) meet the requirements of LEED 6.1 and 6.2 for each building/phase of the development based upon the LEED Boundary identified with each building/phase.
- B. At the time of each FDP, the Applicant shall provide calculations for that phase showing the proposed volume reductions and shall work cooperatively with DPWES and DPZ to ensure that the first inch of rainfall is retained or reused to the maximum extent practicable. This requirement may be met on an individual

building basis or based upon the total area of the Subject Property. Extended detention facilities and extended release techniques may be used to augment the proposed volume reductions. It is further understood that interim or temporary SWM and BMP measures may be required during any interim phase of the Proposed Development.

Each FDP shall include the location and preliminary design of the SWM facilities including the access points to underground vaults. Access points, detailed at the time of FDP, shall be located outside of the landscape amenity panel and sidewalk zone of the streetscape.

- C. With each subsequent site plan, the Applicant shall provide refined calculations illustrating conformance with the proposed volume reductions shown on the FDP. The specific SWM facilities shall be determined at the time of site plan, and as may be approved by the DPWES. While it is anticipated that compliance with the goal of retaining and/or reusing the first inch of rainfall will be confirmed at site plan by utilizing the proposed retention credits identified by Fairfax County as part of their stormwater spreadsheet, the Applicant reserves the right to utilize any combination of LIDs (existing and future) measures to meet this goal, subject to the review and approval of DPWES.

It is understood that seasonal variations in reuse water demand will create fluctuations in the draw down period, and as such, the stormwater system will be designed (to the extent practicable) to not exceed 10 days of storage. If storage time exceeds 10 days, the Applicant shall have the right to discharge excess volumes off site at release rates as allowed by the PFM or approved by the Director.

MISCELLANEOUS

59. Zoning Administrator Consideration. Notwithstanding the foregoing, upon demonstration by the Applicant that, despite diligent efforts or due to factors beyond the Applicant's control, the required transportation, traffic signal, publicly accessible park areas, athletic field improvements, or other proffered improvements have been delayed (due to, but not limited to an inability to secure necessary permission for utility relocations and/or VDOT approval for traffic signals, necessary easements, site plan approval, etc.) beyond the timeframes specified, the Zoning Administrator may agree to a later date for completion of these improvement(s).
60. Condemnation Procedures. The development of the Subject Property in accordance with these Proffers anticipates the acquisition of property, rights-of-way and/or easements from parcels that are not part of the Subject Property (collectively referred to as the "Off-Site Parcels"). The Applicant shall use its good faith efforts and offer a reasonable fair market value for said property, right-of-way and/or easements. In the event the Applicant is not able to acquire the property, rights-of way and/or easements from the Off-Site Parcels necessary to fulfill the obligations described herein, the Applicant shall demonstrate its efforts in writing and submit a written request to Fairfax County to acquire the property, rights-of way and easements by means of its condemnation powers.

In conjunction with any such request, the Applicant shall forward to the appropriate County agency: (a) plat, plans and profiles showing the necessary property, rights-of way and/or easements to be acquired; (b) an appraisal, prepared by a MAI (Member of the Appraisal Institute) independent appraiser approved by the County, of the value of the property, rights-of way and/or easements to be acquired and of all damages, if any, to the residue of the Off-Site Parcel; (c) a sixty (60) year title search certificate of the Off-Site Parcel from which the property, rights-of way and/or easement is to be acquired; and (d) cash in an amount equal to appraised value of the property, rights-of-way and easements and of all damages to the residue of the Off-Site Parcel; and (e) a copy of written offers and counteroffers and evidence of owners refusal of such offers and counteroffers. In the event the Owner of the Off-Site Parcel is awarded more than the appraised value of the Off-Site Parcel and of the damages to the residue in a condemnation suit, the Applicant shall pay the amount of the award in excess of cash amount to the County within fifteen (15) calendar days of said award. It is understood that the Applicant upon demand shall pay all other costs incurred by the County in acquiring the easements to the County.

Prior to and during any potential condemnation proceedings, the Applicant, its successors and assigns, shall be permitted, at its own risk, to submit, process and receive approval of the Site Plan and related subdivision plat(s), easement plats, development permits, building plan approvals and building permits for other portions of the Subject Property.

61. Metrorail Tax District Buyout for Certain Residential Uses. At least sixty days prior to recording any residential condominium documents for portions of the Subject Property located within the now existing Phase I Dulles Rail Transportation Improvement District (the "Phase I District"), the Applicant shall provide a written notice to the Director of the Real Estate Division of the Fairfax County Department of Tax Administration advising that the Applicant intends to record condominium documents for that portion of the Subject Property. Prior to recording the condominium documents, the Applicant shall pay to Fairfax County a sum equal to the then-present value of Phase I District taxes based on the use of that portion of the Subject Property subject to the condominium prior to this Rezoning that will be lost as a result of recording the condominium documents, in accordance with a formula approved by the ~~Fairfax County Board of Supervisors~~.
62. Adjustment in Contribution Amounts. All monetary contributions specified in these Proffers, with the exception of the contributions to the Tysons Grid Fund and public schools, shall adjust on a yearly basis from the base month of January 2013 and change effective each January 1 thereafter, based on changes in the Consumer Price Index for all urban consumers [1982-84=100] (not seasonally adjusted) ("CPI-U"), both as permitted by VA. Code Ann. Section 15.2-2303.3.
63. Advanced Density Credit. Advanced density credit is reserved consistent with the provisions of Par. 4 of Sect. 2-308 of the Zoning Ordinance for all eligible dedications described herein or as may be required by Fairfax County or VDOT.
64. Tysons Partnership. The Applicant and successors shall become a member in the Tysons Partnership, or its residential equivalent.

65. Tree Preservation and Planting Fund Contribution. At the time of site plan approval for the first building on the Subject Property, the Applicant shall contribute \$6,000.00 to the Fairfax County Tree Preservation and Planting Fund.
66. Severability. Pursuant to Section 18-204 of the Zoning Ordinance, any portion of the Subject Property may be the subject of a PCA, Special Exception (“SE”), Special Permit (“SP”), or FDPA without joinder and/or consent of the owners of the other portions of the Subject Property, provided that such PCA, SE, SP or FDPA does not materially adversely affect the other phases. Previously approved zoning applications applicable to the balance of the Subject Property that is not the subject of such a PCA, SE, SP or FDPA shall otherwise remain in full force and effect.
67. Successors and Assigns. These Proffers will bind and inure to the benefit of the Applicant and their successors and assigns. Each reference to “Applicant” in this Proffer statement shall include within its meaning and shall be binding upon Applicant’s successor(s) in interest and/or the owners from time to time of any portion of the Subject Property during the period of their ownership.
68. Counterparts. These Proffers may be executed in one or more counterparts, each of which when so executed and delivered shall be deemed an original, and all of which taken together shall constitute but one and the same instrument.

EXHIBIT A: Tenants and Uses as of Date of Proffers

{A0546418.DOC / I D Proffers 1/28/13 blk 003676 000010}

[SIGNATURES BEGIN ON NEXT PAGE]

APPLICANT/CONTRACT PURCHASER
OF TAX MAP 29-3 ((1)) 57G and 29-1 ((1)) 18C

GEORGELAS GROUP LLC

By: Theodore J. Georgelas
Its: Manager

[SIGNATURES CONTINUE ON NEXT PAGE]

TITLE OWNER OF TAX MAP 29-3 ((1)) 54A

B.P. REALTY, L.P.

By: MB Peacock, LLC, its General Partner

By: Michael J. Peacock
Its: Vice President

[SIGNATURES CONTINUE ON NEXT PAGE]

TITLE OWNER OF TAX MAP 29-3 ((1)) 57

MCLEAN SELF STORAGE, LLC

By: The Young Group, Inc., its Managing Member

By: Robert A. Young
Its: President and Sole Director

[SIGNATURES CONTINUE ON NEXT PAGE]

TITLE OWNER OF TAX MAP 29-1 ((1)) 18C and 29-3 ((1)) 57G

RMC-TYCO, L.L.C.

By: Ravenwood Management Company, R.L.L.P.,
its Managing Member

By: Victor F. Rinaldi
Its: General Partner

[SIGNATURES CONTINUE ON NEXT PAGE]

TITLE OWNER OF TAX MAP 29-3 ((1)) 57B

THE BOARD OF SUPERVISORS OF FAIRFAX COUNTY,
VIRGINIA

By: Edward L. Long, Jr.
Its: County Executive

[SIGNATURES CONTINUE ON NEXT PAGE]

CONTRACT PURCHASER OF TAX MAP 29-1 ((1)) 57

GD SPRING HILL METRO, LLC

By: Theodore J. Georgelas
Its: Manager

By: Jeffrey B. Dierman
Its: Manager

[SIGNATURES CONTINUE ON NEXT PAGE]

CONTRACT PURCHASER OF TAX MAP 29-3 ((1)) 54A
GDM SPRING HILL STATION, LLC

By: Theodore J. Georgelas
Its: Manager

By: Jeffrey B. Dierman
Its: Manager

[SIGNATURES END]

Exhibit A

Tenants and Uses as of Date of Proffers

8590 Leesburg Pike/TM 29-3 ((1)) 54A:		
Name	Use	Sq. Ft.
Mina Design Gallery, Inc. First Floor	Retail Sales Establishment	10,000
Arlington Motorcar Service Inc.	Vehicle Sale, Rental, Ancillary Services (Must Comply with Zoning SE 201)	32,406
Atlantic Motors First Floor	Vehicle Sale Rental, Ancillary Service (Must Comply with SE 201)	914
Body Shop Accessory to Existing Vehicle Sale, Rental, Ancillary Services Use		
8501, 8515, 8519, 8525 Tyco Road/TM 29-1 ((1)) 18C:		
Name	Use	Sq. Ft.
Papa Johns	Business Service and Supply Service Establishment	1,546
Floor Discounters Inc.	Warehouse Establishment	2,040
McCormick Paint Works Co.	Wholesale Trade Establishment	2,888
Eurasian Service Center	Vehicle Major Service Establishment	4,503
Merrifield Oriental Rug Inc.	Wholesale Trade Establishment	3,450
AAMCO Transmissions	Vehicle Major Service Establishment	5,497
Express Auto Dreams	Heavy Equipment and Specialty Vehicle Sale	2,340
Pete's Towing and Storage, LLC	Storage Yard	2,755

FINAL DEVELOPMENT PLAN CONDITIONS**FDP 2010-PR-014D****January 17~~28~~³⁰, 2013**

If it is the intent of the Planning Commission to approve Final Development Plan FDP 2010-PR-014D on property located at Tax Map 29-3 ((1)) 54A, staff recommends that the Planning Commission condition the approval by requiring conformance with the following development conditions.

1. Any plan submitted pursuant to this final development plan shall be in substantial conformance with the approved CDP/FDP entitled "Spring Hill Station Demonstration Project – Building D2A," prepared by VIKA, Inc.; WDG Architecture, PLLC; and, ParkerRodriguez, Inc., and dated June 5, 2012 as revised through January 16~~28~~²⁸, 2013, and these conditions. Minor modifications may be permitted pursuant to Sect. 16-402 of the Zoning Ordinance.
2. The improvements shown on Sheet C-6A of the FDP shall be installed with development of the new residential building (Building D2A) unless the applicant opts to provide improvements as shown on C-6B or C-6C.
3. Uses in that portion of Building D2A identified as "retail/service" shall be any use permitted in the PTC District, subject to the use limitations of Sect. 6-505 of the Zoning Ordinance, except that the following uses shall not be permitted:
 - service stations,
 - service station/mini-marts,
 - vehicle light service establishments,
 - car washes,
 - drive-in financial institutions,
 - drive-through pharmacies,
 - any other drive-through uses, or
 - mini-warehouses
4. Vehicle sales, rental and ancillary service establishments may be permitted in Building D2A, provided that any vehicle storage parking for such uses must be included within the maximum required parking for the building and not in addition to that parking.
5. Uses in the existing building which are designated to remain as shown on Sheet C-6A of the FDP shall be as permitted by Proffer #5 of RZ 2010-PR-014D relating to interim uses.
6. Irrespective of the notes in the FDP, exterior architecture of Building D2A shall be in substantial conformance with that shown on Sheets A2.2 through A2.5 of the FDP.

7. The height of the building and the parking podium may be adjusted from that shown ~~on Sheet A2.5 of on the FDP, but the~~ The height must be between the minimum and maximum as shown on Sheet A2.5 and any change to the height shall be subject to review and approval of the Department of Planning and Zoning (DPZ) and the ~~Providence District Supervisor~~ prior to site plan approval.
8. ~~The streetscape along the Building D2A frontage of Pierpoint Street shall be designed with a pedestrian step-off area measuring at least 24 inches from face of curb (inclusive of the curb). These step-off areas shall be constructed of pavers, concrete or other hardscape material as approved by DPZ and the Office of Community Revitalization. Should interim Option 3 (commercial off-street parking) be developed for the D1 site as shown on Sheet C-6C of the FDP, and should a parking lane be provided along the Pierpoint Street frontage of the D1 site, this requirement shall also apply to that frontage.~~
- 9-8. The applicant shall dedicate on demand the land for the extension of Merchant Street as shown on Sheets C-6A through C-6C of the FDP (and any necessary temporary or construction easements) to permit the construction of Merchant Street across the property. Such dedication shall not be required prior to both:
(1) commencement of construction (i.e. pouring of footings and foundation) approval ~~of a site plan for of~~ Building D2A; and (2) demolition of any existing buildings shown on Sheet C-4 of the FDP which lie in the alignment for Merchant Street.

PROFFERS
 GEORGELAS GROUP LLC
 RZ 2010-PR-014-E
January 28, 2013
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PROFFERS
GEORGELAS GROUP LLC
RZ 2010-PR-014-E

January 16~~28~~, 2013

Pursuant to Section 15.2-2303(A) of the Code of Virginia (1950, as amended) and Section 18-204 of the Zoning Ordinance of Fairfax County (1978, as amended), the property owners and applicant, for themselves and their successors and/or assigns (hereinafter collectively referred to as the "Applicant"), hereby proffer that the parcel under consideration and shown on the Fairfax County 2012 Tax Maps as 29-3 ((1)) 63C (the "Subject Property") shall be in accordance with the following conditions if, and only if, rezoning application 2010-PR-014-E (the "Rezoning") is granted.

The Subject Property is part of a larger rezoning known as "Spring Hill Station" which includes four related components identified as A, B, D and E (collectively referred to as "RZ 2010-PR-014"). The Subject Property is the subject of RZ 2010-PR-014-E. Property identified as 2012 Tax Map 29-3 ((1)) 48D is the subject of RZ 2010-PR-014-A, which was previously approved. Property identified as 2012 Tax Map 29-3 ((1)) 60C is the subject of RZ 2010-PR-014-B, which was previously approved. Property identified as 2012 Tax Map 29-1 ((1)) 18C and 29-3 ((1)) 54A, 57, 57B, and 57G is the subject of RZ 2010-PR-014-D. RZ 2010-PR-014 is divided into three Neighborhoods referred to as 1, 2 and 3 and six areas identified as Areas A, B, D, E, F and G. The Subject Property is in Neighborhood 2 and is referred to as Area E.

GENERAL

1. **Conceptual Development Plan.** The Subject Property shall be developed in substantial conformance with the Spring Hill Station Demonstration Project Part E Conceptual Development Plan ("CDP") dated June 22, 2010 and revised through January 16~~28~~, 2013, prepared by VIKA, Incorporated, WDG Architecture, PLLC, and ParkerRodriquez, Inc. The CDP includes two options; Option 1 represents the maximum office proposal and Option 2 represents the maximum, residential proposal. The Applicant reserves the right to develop in accord with either option or a combination of the two options. The proffered elements of the CDP are limited to the grid of streets, general location of the points of access, general location of the buildings, uses (i.e., office, residential, hotel and retail/service), building heights, amount, general location and quality of urban park land, and general quality and character of the streetscape. Other elements of the CDP may be adjusted or modified with approval of future Final Development Plans ("FDPs") in accordance with the provisions set forth in Sect. 16-402 of the Fairfax County Zoning Ordinance (the "Zoning Ordinance").
2. **Minor Modifications.** Minor modifications to the CDP may be permitted as determined by the Zoning Administrator. The Applicant shall have the flexibility to modify the layout shown on the CDP without requiring approval of a Conceptual Development Plan Amendment ("CDPA") provided such changes are in substantial conformance with the CDP as determined by the Zoning Administrator and do not affect the proffered elements

of the CDP identified in Proffer 1, pursuant to Par. 4 of Sect.16-403 of the Zoning Ordinance.

3. Umbrella Owners' Association or Equivalent. The Applicant shall cause the recordation of an umbrella owners association ("UOA") or the equivalent in the form of one or more reciprocal easement and/or joint maintenance and/or joint development agreements, and other governance documents as necessary (collectively referred to as "UOA or equivalent"), to provide for various proffer and maintenance obligations, including but not limited to, implementation of the TDM program, maintenance of the private streets and sidewalks, streetscapes and furnishings therein, publicly accessible park areas and any private utility systems. Such governance documents shall be submitted to the Office of the County Attorney to ensure they provide for the various proffers and maintenance obligations not otherwise covered by separate agreement with Fairfax County ("the County") and/or the Virginia Department of Transportation ("VDOT"). Said UOA or equivalent may be expanded to include other properties subject to RZ 2010-PR-014 as well as additional nearby properties.

PROPOSED DEVELOPMENT

4. Existing Development.
 - A. The Subject Property is developed with the two existing office buildings which contain approximately 431,170 square feet, a structured parking garage and surface parking lots (collectively, the "Existing Development"). The Existing Development is currently occupied with office uses and accessory uses including a child care center. The Existing Development is shown on Sheet C-4 of the CDP (the "Existing Conditions Plan") and may remain in operation in its current form.
 - B. The Applicant may make modifications to the Existing Development that are in substantial conformance with the Existing Development Plan. Minor modifications and minor building additions to the Existing Development Plan may be approved by the Zoning Administrator pursuant to the provisions of Par. 4 of Sect. 16-403 of the Zoning Ordinance without the need for a CDPA or FDP. The Applicant may secure site plan, subdivision and building permit approvals for, and make interior and minor exterior improvements to, the Existing Development shown on Sheet C-4 but shall not be subject to transportation, streetscape or similar proffered improvements or be required to request deferrals of street dedication, street construction, streetscape, sidewalk and trail construction, streetlights, providing Tysons PTC stormwater criteria, or other related improvements shown on the CDP.
 - C. The existing parking structure and associated elements may be partially demolished to accommodate the construction of Building E4 and Urban Park 9 or Building E5. In that event, portions of the Existing Development shall be included in the FDP for Buildings E4 and E5 for the purposes of coordinating site access, circulation and parking, and ensuring appropriate interim conditions, but shall not be subject to transportation, streetscape or similar proffered improvements

associated with Building E3, except as might be approved with the Building E4 and Building E5 FDPs.

- D. When Building E3 is submitted for FDP approval, the Existing Development shall also be submitted for FDP approval.

5. Proposed Development. ~~The maximum gross floor area ("GFA") (gross floor area as currently defined in the Zoning Ordinance), permitted on the Subject Property is 1,083,170 square feet, including the Existing Development (the "Proposed Development").~~

- A. Uses. Development of the Subject Property may include any use permitted in the Planned Tysons Corner Urban ("PTC") District, subject to the Use Limitations in Sect. 6-505 of the Zoning Ordinance and the limitations in the development tabulations on Sheet C-3A of the CDP (the "Development Tabulations") and these Proffers. The primary uses of the Subject Property shall be office, hotel and multi-family residential dwellings, ~~which may include a~~ Accessory uses, as defined by the Zoning Ordinance, may also be included in any building designated for one of these primary uses.

The Retail/Service category provided in the ~~D~~development ~~T~~tabulations may include any non-residential use permitted in the PTC District, subject to the Use Limitations in Sect. 6-505, ~~or uses accessory to the primary use.~~ The general extent and location of all Retail/Service uses shall be provided with the submission of each FDP, and shall be subject to review and approval.

A-B. Maximum Gross Floor Area.

(i) The maximum gross floor area ("GFA") (gross floor area as defined in the Zoning Ordinance as of the date of these Proffers), permitted on the Subject Property is 1,083,170 square feet, including the Existing Development (the "Proposed Development").

(+)(ii) The maximum GFA for office uses and other high trip generating uses ~~those other uses that generate more AM and PM peak hour trips than hotel uses~~ (those other uses hereinafter referred to "High-Trip Generating Uses") shall be 851,170. For the purpose of these Proffers, High-Trip Generating Uses shall be defined as Retail/Service uses in a single building that total more than 58,000 GFA. ~~However, should there be a future amendment to the Zoning Ordinance with regard to the "High-Trip Generating Uses", the Applicant may, at its sole discretion, opt to utilize the amended Zoning Ordinance regulations in place of this paragraph.~~

- C. Adjustments to Individual Building GFA. FDPs approved for individual building sites on the Subject Property shall establish the primary use (based on Option 1 or Option 2 shown in the Development Tabulations) and the maximum GFA for each building within the limits established by these Proffers and the CDP. The specific GFA for each building shall be established at final site plan.

- (i) If the GFA approved with the FDP for one or more buildings is less than the maximum GFA shown in the Development Tabulations for such building(s), then the excess GFA under the selected Option 1 or Option 2 use may be utilized in another building or building(s) of the same use within the Subject Property, provided the excess GFA can be accommodated within the maximum building height(s) shown on the CDP and subject to approval of the applicable FDP(s) or FDPA(s) for the buildings transferring and utilizing the excess GFA.
- (ii) ~~The general extent and location of all Retail/Service uses shall be provided with the submission of each FDP, and shall be subject to review and approval. The GFA allocated to the Retail/Service category in each building as shown in the Ddevelopment Ttabulations on Sheet C-3A of the CDP may be shifted between buildings and the overall GFA allocated to the Retail/Service category in the Development Tabulations may be increased without the need for a PCA or CDPA as long as the proposed increase is shown on an approved FDP and the maximum GFA for individual buildings (as set forth in the Development Tabulations or as may be subsequently adjusted in accordance with subparagraph (i) above) is not exceeded. Any increase in the GFA allocated to the Retail/Service category in a primarily residential building that is 30,000 square feet more than that shown in the Ddevelopment Ttabulations on Sheet C-3A may require a supplemental traffic analysis as determined by the Fairfax County Department of Transportation ("FCDOT").~~

B.D. Special Exception and Special Permit Uses. Uses allowed by special exception or special permit in the PTC District may be authorized through a separate special exception or special permit process without the need for a PCA or CDPA, provided the use is in general conformance with the approved CDP and the applicable FDP.

6. Final Development Plans. ~~FDPs approved for individual building sites on the Subject Property shall establish the primary use (based on the Option 1 or Option 2 CDP tabulations) and the maximum GFA for each building within the limits established by these Proffers and the CDP. The specific GFA for each building shall be established at final site plan. If the GFA approved with the FDP is less than the maximum shown on the CDP, the excess GFA under the selected use option may be utilized in another building or building(s) of the same use within the Subject Property, provided the excess GFA can be accommodated within the maximum building height(s) shown on the CDP and subject to approval of the applicable FDP(s) or FDPA(s) for the buildings transferring and utilizing the excess GFA. In addition, FDP and FDPA approvals may be requested from the Planning Commission in accordance with Section 16-402 of the Zoning Ordinance with respect to each respective building site without obtaining the consent and/or joinder of the owners of any of the other building sites. If requested by the District Supervisor, individual FDPs for the Subject Property which are not concurrent with this original rezoning or filed in conjunction with a PCA shall be subject to review by the Board of Supervisors (the "Board") to determine if the FDP is in accordance with~~

the approved CDP and complies with applicable zoning district regulations. The Applicant shall provide written notice to the District Supervisor upon initial submission of each FDP or FDPA application filed after approval of this original rezoning that is not filed concurrently with a PCA application, requesting a determination by the District Supervisor as to whether review by the Board is warranted.

†The following information shall be provided with each FDP not filed concurrently with this rezoning application.

- A. Overall Tabulation. A tabulation indicating the development status of all property subject to RZ 2010-PR-014 A, B, D and E to include a listing of all existing and proposed buildings, along with the GFA, uses and parking approved on the CDP, FDP and site plan as may be applicable. The tabulation shall identify the reassignment of any excess GFA (as compared with what was originally shown on the applicable CDP) and shall be updated with each subsequent FDP and site plan approved for the Subject Property. A similar tabulation shall be provided on all site plans for the Subject Property.
- B. Tree Canopy Calculation. A tabulation indicating the tree canopy calculations of all property subject to RZ 2010-PR-014 A, B, D and E to be updated with each subsequent FDPA and site plan approved for the Subject Property.
- C. TDM Supplement. A copy of the previous TDM Annual Report, if available, to determine progress toward attaining TDM goals and any planned modifications to the TDM program.
- D. Sight Distance. Vehicular sight distance lines at all intersections within, and adjacent to, the FDP area overlaid on the Landscape Plan as provided in Proffer 20D.
- E. Utilities. Approximate location of existing and proposed utilities to serve the area of the FDP including the location of the any utility vaults and maintenance points to stormwater management facilities overlaid on the Landscape Plan.
- F. Proposed Uses. A list of proposed uses and demonstration of how such uses meet the applicable "Use Limitations" of Section 6-505 of the Ordinance, and a description in the statement of justification of how the mix of uses at the build-out of the Subject Property will comply with these Proffers.
- G. Architectural Elements. Specific information on architectural elements as provided in Proffer 8 as well as details regarding any parapet walls, cornices or similar projections extending more than three feet above the roof.
- H. Build-to-Lines. Refinement of the build-to-lines based on proposed uses, location of possible outdoor dining areas, and identification of awnings and canopies that extend beyond the building zone, as provided in Proffer 9.

- I. Streetscape. A graphic depiction of, and any adjustments to, the activated streetscape elements as provided in Proffer 10 and refinement of, and adjustments to, streetscape elements as provided in Proffer 21.
- J. Garage Treatments. Proposed parking garage façade treatments as provided in Proffers 8 and 11.
- K. Landscaping. Detailed landscape plans as provided in Proffer 20.
- L. Streetscape Furnishings. Submission of a “Streetscape Furnishing and Materials Plan” as provided in Proffer 21.
- M. Interim Conditions. Identification of specific proposed interim conditions within the FDP area and outside the FDP area as provided in Proffer 22.
- N. Phasing. Identification of specific proposed phased improvements in accordance with Proffer 7 and those generally set forth on the phasing-related exhibits provided on Sheet A-4.0 of the CDP.
- O. Parking Spaces. Refinement of the number of parking spaces as provided in Proffer 35; details, to the extent known, as to when tandem spaces and/or valet parking will be utilized; and, assuming parking ratios in early phases exceed the maximum ratios allowed, a description in the statement of justification of how parking will be phased such that at the build-out of the Subject Property the maximum parking rates are not exceeded as provided in Proffer 36.
- O.P. Loading Spaces. Identification of loading spaces located within 40 feet of a drive aisle.
- P.Q. Parks and Recreation. Specific park details, site amenities and substitute recreation facilities as provided in Proffer 48.
- Q.R. Residential Amenities. Specific facilities and amenities to be provided for each residential building
- R.S. Stormwater Management. Identification of specific stormwater management facilities and access points to underground vaults as provided in Proffers 21 and 55.
- T. Rights-of-way. Identification of proposed rights-of-way lines associated with public street.
- S.U. Fencing. Identification of proposed fencing, screening, or barriers serving active recreational uses on roofs or adjacent to streets that exceed seven (7) feet in height.

~~If requested by the District Supervisor, individual FDPs for the Subject Property which are not concurrent with this original rezoning or filed in conjunction with a PCA shall be~~

~~subject to review by the Board of Supervisors to determine if the FDP is in accordance with the approved CDP and complies with applicable zoning district regulations. The Applicant shall provide written notice to the District Supervisor upon initial submission of each FDP or FDPA application filed after approval of this original rezoning that is not filed concurrently with a PCA application, requesting a determination by the District Supervisor as to whether review by the Board of Supervisors is warranted.~~

7. **Development Phasing.** The Proposed Development includes five (5) buildings, which are identified on the CDP as Buildings E1 through E5. Buildings E3 through E5 are new buildings. Development of each new building may proceed in any order provided that each such building provides the phasing conditions depicted for such building on the CDP and that all proffers that apply to such building are addressed with the redevelopment of that building. Where a proffer establishes an obligation that applies to a building, reference to "Applicant" in such proffer shall mean the party undertaking the development of such building.

The Applicant shall construct the grid of streets and provide pedestrian improvements, public parks, private amenities and public facilities on the Subject Property in conjunction with the development of each new building in accordance with the phasing exhibits provided on Sheet A-4.0 of the CDP and as further described in these Proffers. In addition, interim improvements as outlined in Proffer 22 and as may be determined at time of FDP approval shall be provided commensurate with the construction of each building. Adjustments to the phasing may be approved with FDP approvals without the requirement for a PCA or CDPA, provided the adjustments do not materially adversely affect the other phases.

For purposes of these Proffers "construct" shall mean that: 1) a committed road improvement is substantially complete and is available for use by the public for travel whether or not the improvement has been accepted for maintenance by the state, and 2) a committed publicly accessible park space improvement is substantially complete and open to use by the public for use whether or not the improvement has been accepted by the County or FCPA.

ARCHITECTURAL DESIGN

8. **Building Design.** The architectural treatment of all buildings within the Proposed Development shall create a sense of identity and place, and shall create human scale through the use of unifying elements such as materials, textures, color, window treatments, decorative details, lighting, and landscaping. Buildings shall be designed with high quality architecture and building materials that are typically used on the exterior of Class A office buildings and residential, retail and hotel buildings of a similar quality. FDPs shall specify design information on building materials, architecture, parking garage and loading space treatments, and specific features designed to activate streetscapes as described in Proffer 10. A minimum of 10 percent (10%) of all dwelling units shall be designed and constructed with some Universal Design features as determined by the Applicant to promote visitability.

9. Build-to-Lines. Build-to-lines (“BTL”) have been established as depicted on Sheets C-6 and C-6A of the CDP, to create an urban, pedestrian-oriented environment where buildings are located close to the street and pedestrian/streetscape areas are located between the buildings and the streets. In general, building facades are intended to be configured in such a way as to provide a continuous street wall along this line, but modifications to either side of the BTL shall be permitted, provided such modifications are in general conformance with the CDP and are shown on an approved FDP. Awnings and other architectural canopies attached to the building frontage that project out from the BTLs shall not extend beyond the building zone, except as may be shown on an approved FDP. At the time of FDP approval, the Applicant shall identify possible locations along the street level for expanded areas for outdoor dining adjacent to cafes and restaurants and shall provide appropriate building zones for such uses.

10. Activated Streetscapes and Ground Floor Elements. The ground floors of Buildings E3, E4 (Option1) and E5 (Option1) shall be designed and constructed with ground floors having an average floor to floor height of 16 feet to accommodate potential non-residential uses designed to activate the streetscape. In addition, the Applicant shall provide for a hierarchy of activated streetscapes throughout the Subject Property as delineated on Sheet L-10 of the CDP and described below. The specific activation elements to be utilized for each building shall be graphically depicted on the FDP for review and approval.
 - A. Secondary Pedestrian Corridors. These areas are designed to accommodate moderate pedestrian activity, providing access to the ~~Tysons~~ Spring Hill Road Metro Station (the “Metro Station”) for walkers from the Subject Property and beyond and accommodating access to a variety of uses on the Subject Property. ~~Secondary Circulation Zones~~ Pedestrian Corridors shall generally incorporate the following elements, which may be adjusted with approval of an FDP:
 - (i) Where the ground floors of new buildings incorporate non-residential uses, functioning entry doors into such applicable uses shall be provided with a maximum separation of 75 feet or less, unless a greater separation is needed to accommodate larger tenant spaces or as may be permitted by the Zoning Administrator. Should the requirements of a larger tenant not accommodate multiple entries with a maximum spacing of 75 feet, the design of the façade shall incorporate glazed elements no more than 20 feet apart that are a minimum of 48 square feet in area.
 - (ii) A minimum 40% of the area of the street front ground floor facades of such buildings shall be constructed with glazed windows and doors or other transparent materials.
 - (iii) In residential buildings that do not incorporate non-residential uses on part or all of the ground floors, the building design of the primary facades shall incorporate, to the degree feasible, recreational and amenity spaces on the ground floor with a minimum of 40% of the ground floor façade constructed with glazed windows and/or doors or other transparent

materials, and/or incorporate entries in to individual dwelling units from the street level. If residential units have direct access to the streetscape from an individual unit, design features shall be employed to provide interior privacy (such as having a ground floor elevation that is above the sidewalk grade).

- (iv) Parking structures along the ground floor facades of buildings should be minimized, but where they occur, screening composed of architectural systems designed to restrict views into the garage spaces from street level shall be applied, or the general façade detailing of the building above may be continued to the ground plane.
- (v) Loading/trash/service areas along Secondary Circulation Corridors shall be screened from public view through the use of roll down doors or similar treatment.

B. Tertiary Pedestrian Corridors. These areas are designed to accommodate modest pedestrian activity making connections to less intense areas or through alleys. ~~Tertiary Circulation Zones~~ Pedestrian Corridors, not located along private alleys, shall incorporate the following elements:

- (i) Where the ground floors of new buildings incorporate Non-Residential Uses, a minimum 25% of the area of the ground floor facades of such buildings shall be constructed with glazed windows and doors or other transparent materials.
- (ii) In residential buildings that do not incorporate Non-Residential Uses on part or all of the ground floors, efforts shall be made to incorporate, recreational and amenity spaces on the ground floor with appropriate transparency and/or incorporate entries into individual dwelling units from the street level. Residential units that have direct access to the streetscape from an individual unit shall utilize design features to provide interior privacy (such as having a ground floor elevation that is above the sidewalk grade).
- (iii) Parking structures along the ground floor facades of buildings should be minimized, but where they occur, screening composed of architectural systems designed to restrict views into the garage spaces from street level shall be applied, or the general façade detailing of the building above may be continued to the ground plane.
- (iv) Access to parking garages and loading/trash/service areas may be provided along ~~†Tertiary circulation zones~~ Pedestrian Corridors and from the adjacent private alleys; loading/trash/service areas along tertiary circulation corridors shall be screened from public view through the use of roll down doors or similar treatment

11. **Parking Structures.** To further the goals of the Comprehensive Plan, above grade parking structures shall incorporate uses or screening at the ground level in keeping with Proffer 10, so as to provide a pleasant and attractive design/experience along the streetscape. In addition, one or more of the following techniques shall be employed to screen garage areas above the street level:
- A. Inclusion of an active layer of occupied space;
 - B. Application of architectural screening materials that may include, but not be limited to, metal framing systems with inserted panels of wire mesh, metal, glass or other materials, and precast concrete or masonry spandrels designed to minimize views into the garage spaces from street level;
 - C. Continuation of the general façade detailing of the tower above down to the top of the retail level storefront; or
 - D. Extension of retail signage and architectural expressions above the retail level to provide a variety of storefront experiences, as may be permitted by the Zoning Ordinance or by an approved Comprehensive Sign Plan.

Parking structure design features shall be depicted on the FDP for review and approval.

12. **Building Height.** The final height for each building and specific steps in building height, including parking podia, shall be determined at the time of site plan or building permit approval, but shall not exceed the maximum building heights shown on the CDP, as measured from average grade. Building and podium heights may be less than the maximum heights shown on the CDP, provided the building retains a similar urban form to that shown on the CDP or the FDP.

Notwithstanding what is shown on the CDP the height of the parking podium serving Buildings E1, E2 and E3 shall not exceed a height of 45 feet as measured from average grade.

Structures that are excluded from the maximum height regulations as set forth in Sect. 2-506 of the Zoning Ordinance may be constructed to a height not to exceed thirty (30) feet from the roof level of the top floor of the building. All building penthouses and rooftop structures shall be integrated into the architecture of the building. The height and extent of any roof top penthouse shall be provided at FDP.

13. **Telecommunications Equipment.** Telecommunications equipment may be placed on the ~~proposed~~ buildings' rooftops. Any such facilities must comply with the applicable requirements of the Zoning Ordinance and be screened and/or setback sufficiently from the perimeter of the roofs and penthouses such that they are not visible from the surrounding streets. Other screening measures may be used such as including the facilities as part of the architecture of the buildings, utilizing compatible colors, or employing telecommunication screening material and flush mounted antennas. Telecommunications equipment may also be architecturally integrated onto the facades of

the buildings where necessary to ensure on-street and/or open space coverage. In addition, the Applicant shall provide for an additional conduit in its utility plans to accommodate future fiber and/or telecommunication connections on the Subject Property.

14. Fire Marshal. The Applicant has coordinated the layouts depicted on the CDP with the Fire Marshal. Further changes to the CDP and future FDPs shall be permitted without the requirement for a CDPA in response to the review of site plans by the Fire Marshal, including adjustments to the streetscape and perimeter building areas as necessary to allow for required emergency vehicle access, provided such modifications are made in consultation with the Fairfax County Department of Planning and Zoning (“DPZ”), FCDOT, and the Office of Community Revitalization (“OCR”) and are in substantial conformance with the intent of the CDP, future FDPs and these Proffers.

BUILDING PRACTICES

15. Non-Residential Building Certifications.
- A. The Applicant shall include, as part of the building plan submission for any new non-residential building to be constructed on the Subject Property, a list of specific credits within the project’s registered version of the U.S. Green Building Council’s Leadership in Energy and Environmental Design Core and Shell (LEED®-CS) rating system, or other LEED rating system determined to be applicable by the U.S. Green Building Council (USGBC), or its equivalent (as determined jointly by the Applicant and Fairfax County), that the Applicant anticipate attaining.
- Except as otherwise provided below in Paragraph E as an alternative, a LEED or equivalent-accredited professional (the “LEED-AP”) who is also a professional engineer or architect shall provide certification statements at the time of building plan review confirming that the items on the list will meet at least the minimum number of credits necessary to attain LEED-CS Silver certification of the building.
- B. The Applicant shall designate the Chief of the Environment and Development Review Branch of the Department of Planning and Zoning as a team member in the USGBC’s LEED Online system. This team member will have privileges to review the project status and monitor the progress of all documents submitted by the project team, but will not be assigned responsibility for any LEED credits and will not be provided with the authority to modify any documentation or paperwork.
- C. Prior to the building plan approval for ~~the~~each non-residential building to be constructed, the Applicant shall:
- (i) Submit documentation, to the Environment and Development Review Branch of DPZ, demonstrating that LEED Silver pre-certification under the Core and Shell program has been attained for that building. This

documentation will demonstrate that the building is anticipated to attain a sufficient number of credits attain LEED Silver certification.

- (ii) Post a “green building escrow” in the form of cash or a letter(s) of credit from a financial institution acceptable to DPWES as defined in the Public Facilities Manual (PFM), in the amount of \$2.00/square foot of GFA, as shown on the approved site plan. This green building escrow shall be in addition to and separate from other bond requirements and will be released upon demonstration of attainment of LEED-CS Silver certification, by the USGBC, under the project's registered version of the LEED-CS rating system or other LEED rating system determined, by the USGBC, to be applicable to each building. The provision to the Environment and Development Review Branch of DPZ of documentation from the USGBC that each building has attained LEED-CS Silver certification will be sufficient to satisfy this commitment.

- D. At the time LEED-CS Silver certification is demonstrated to the Environment and Development Review Branch of DPZ, the escrowed funds and/or letter(s) of credit shall be released to the Applicant.

If the Applicant provides to the Environment and Development Review Branch of DPZ, within three (3) years of issuance of the final Non-RUP for the building, documentation demonstrating that LEED-CS certification for the building has not been attained but that the building has been determined by the USGBC to fall within three (3) points of attainment of LEED-CS Silver certification, 50% of the green building escrow will be released to the Applicant; the other 50% will be released to Fairfax County and will be posted to a fund within the County budget supporting implementation of county environmental initiatives.

If the Applicant fails to provide, within three (3) years of issuance of the final Non-RUP for the building, documentation to the Environment and Development Review Branch of DPZ demonstrating attainment of LEED-Silver certification or demonstrating that the building has fallen short of LEED-CS Silver certification by three (3) points or less, the entirety of the escrow for that building will be released to Fairfax County and will be posted to a fund within the County budget supporting implementation of County environmental initiatives.

If the Applicant provides documentation from the USGBC demonstrating, to the satisfaction of the Environment and Development Review Branch of DPZ, that USGBC completion of the review of the LEED-Silver certification application has been delayed through no fault of the Applicant, the Applicant's contractors or subcontractors, the proffered time frame may be extended as determined appropriate by the Zoning Administrator, and no release of escrowed funds shall be made to the Applicant or to the County during the extension.

- E. As an alternative to the actions outlined in the Paragraphs A, C and D above, the Applicant may choose at its sole discretion to pursue a certification higher than

LEED-CS Silver, in which case the LEED-AP will provide certification statements at the time of building plan review confirming that the items on the list of specific credits will meet at least the minimum number of credits necessary to attain LEED-CS Gold certification.

Prior to building plan approval for the building to be constructed, the Applicant shall submit documentation, to the Environment and Development Review Branch of DPZ, demonstrating that LEED Gold pre-certification under the Core and Shell program has been attained for that building. This documentation will demonstrate that the building is anticipated to attain a sufficient number of credits to attain LEED-CS Gold certification. Under this alternative, the Applicant is not required to provide a "green building escrow" unless the Applicant fails to provide the above referenced documentation that the building is anticipated to attain LEED-CS Gold certification.

Prior to final bond release for the building, the Applicant shall submit documentation to the Environment and Development Review Branch of DPZ, confirming the status of LEED certification.

16. Residential Building Certifications.

- A. The Applicant shall include, as part of the building plan submission for the residential building to be constructed on the Subject Property, a list of specific credits within the project's registered version of the U.S. Green Building Council's Leadership in Energy and Environmental Design—New Construction (LEED®-NC) rating system, or other LEED rating system determined to be applicable by the U.S. Green Building Council (USGBC), or its equivalent (as determined jointly by the Applicant and Fairfax County), that the Applicant anticipates attaining.
- B. In addition, the Applicant shall designate the Chief of the Environment and Development Review Branch of the Department of Planning and Zoning (DPZ) as a team member in the USGBC's LEED Online system. This team member will have privileges to review the project status and monitor the progress of all documents submitted by the project team, but will not be assigned responsibility for any LEED credits and will not be provided with the authority to modify any documentation or paperwork.
- C. Except as otherwise provided below as an alternative, a LEED or equivalent-accredited professional ("LEED-AP") who is also a professional engineer or licensed architect will provide certification statements at the time of building plan review confirming that the items on the list will meet at least the minimum number of credits necessary to attain LEED-NC certification of the project.
- D. Prior to building plan approval, the Applicant will execute a separate agreement and post, for each building, a "green building escrow," in the form of cash or a letter of credit from a financial institution acceptable to DPWES as defined in the

Public Facilities Manual ("PFM"), in the amount of \$2.00/square foot of GFA. This green building escrow will be in addition to and separate from other bond requirements and will be released upon demonstration of attainment of LEED-NC certification, by the USGBC, under the project's registered version of the LEED-NC rating system or other LEED rating system determined, by the USGBC, to be applicable to each building. The provision to the Environment and Development Review Branch of DPZ of documentation from the USGBC that each building has attained LEED-NC certification will be sufficient to satisfy this commitment. At the time LEED-NC certification is demonstrated to the Environment and Development Review Branch of DPZ, the escrowed funds shall be released to the Applicant.

If the Applicant provides to the Environment and Development Review Branch of DPZ, within three (3) years of issuance of the final RUP for the building, documentation demonstrating that LEED-NC certification for the building has not been attained but that the building has been determined by the USGBC to fall within three (3) points of attainment of LEED-NC certification, 50% of the green building escrow will be released to the Applicant; the other 50% will be released to Fairfax County (the "County") and will be posted to a fund within the County budget supporting implementation of County environmental initiatives.

If the Applicant fails to provide, within three (3) years of issuance of the final RUP for the building, documentation to the Environment and Development Review Branch of DPZ demonstrating attainment of LEED-NC certification or demonstrating that the building has fallen short of LEED-NC certification by more than three (3) points, the entirety of the escrow for that building will be released to Fairfax County and will be posted to a fund within the County budget supporting implementation of County environmental initiatives.

If the Applicant provides documentation from the USGBC demonstrating, to the satisfaction of the Environment and Development Review Branch of DPZ, that USGBC completion of the review of the LEED-NC certification application has been delayed through no fault of the Applicant, the Applicant's contractors or subcontractors, the proffered time frame may be extended as determined appropriate by the Zoning Administrator, and no release of escrowed funds shall be made to the Applicant or to the County during the extension.

- E. As an alternative to the actions outlined in the paragraphs ~~B-A~~, C and ~~C-D~~ above, the Applicant may choose at its sole discretion to pursue a certification higher than LEED-NC, in which case a LEED or equivalent-accredited professional will provide certification statements at the time of building plan review confirming that the items on the list of specific credits will meet at least the minimum number of credits necessary to attain LEED-NC Silver certification.

Prior to final building plan approval for the building to be constructed, the Applicant shall submit documentation, to the Environment and Development Review Branch of DPZ, regarding the USGBC's preliminary review of design-

oriented credits in the LEED program. This documentation will demonstrate that the building is anticipated to attain a sufficient number of design-related credits that, along with the anticipated construction-related credits, will be sufficient to attain LEED-NC Silver certification. Under this alternative, the Applicant is not required to provide a “green building escrow” unless the Applicant fails to provide the above referenced documentation that the building is anticipated to attain LEED NC Silver certification.

Prior to final bond release for the building, the Applicant shall submit documentation to the Environment and Development Review Branch of DPZ, confirming the status of LEED certification.

17. Sustainable Energy Practices. To promote efficient, renewable and sustainable energy practices, the Applicant shall provide in newly constructed buildings:
 - A. Electric Vehicle Charging Infrastructure. Each parking garage shall initially be constructed with a minimum of one (1) electric vehicle recharging station that serves two (2) parking spaces and infrastructure (such as conduit) to facilitate additional future recharging stations.
 - B. Shared Energy. For any site plan that includes more than one building, provide an assessment of the potential, within the area subject to the site plan, of shared energy systems, including but not limited to combined heat and power (CHP) (co-generation), micro-CHP, distributed energy resources, and district heating and/or cooling, and, if a shared energy strategy will not be pursued, provide a narrative discussion regarding the reason(s) for this outcome. At a minimum, the Applicant shall ensure that a utility sleeve through the foundations of the proposed buildings, are sized to accommodate a pipe/facility, a maximum of 12 inches in diameter, allowing potential future energy sharing or alternate energy sources.
 - C. Energy and Water Data. To the extent there are master electric, gas and water meters for entire buildings, upon request by the County the Applicant shall provide to the County aggregated non-proprietary energy and water consumption data, as practicable, for the each building and the entire Subject Property.
18. Residential Interior Noise Level. The Applicant shall reduce the interior DNL to no more than 45 dBA for residential use of Building E5. At the time of building plan application for Building, E5 the Applicant shall submit to the Chief of the Environment and Development Branch of DPZ (the “E&D Chief”), for approval, and to DPWES, for information only, an acoustical study prepared by a qualified acoustical consultant (the “Indoor Noise Study”) addressing indoor noise levels, including proposed noise attenuation measures and materials to ensure compliance with the interior DNL limit of 45 dBA, The Applicant shall not obtain building permits until the E&D Chief has approved the applicable Indoor Noise Study, provided that a failure by the E&D Chief to review and respond to the Applicant within 60 days of receipt of the Indoor Noise Study shall be deemed approval of such study.

19. Bird-Friendly Design Elements. In an effort to reduce bird injury and death due to in-flight collisions with buildings, the Applicant shall include one or more bird friendly design elements, as determined by the Applicant in the architectural plans of each new building on the Subject Property. The bird friendly design elements may include, but not be limited to, the use of color, texture, opacity, patterns, louvers, screens, interior window treatments, or ultraviolet materials that are visible to birds, the angling of outside lights, curbing of excessive or unnecessary night-time illumination in commercial buildings, reduction of bird attracting bird vegetation, the use of decoys and breaking of glass swaths. Nothing herein shall require the Applicant to obtain a bird-friendly LEED credit. Upon the issuance of a building permit for the ~~each~~ building, the provisions of this Proffer shall be deemed satisfied to such building.

SITE DESIGN

20. Landscaping. The CDP includes a conceptual landscape plan for the Subject Property consisting of an overall plan and details regarding streetscapes, plazas, publicly accessible park areas including courtyards and private amenity areas. As part of subsequent FDP approvals, more detailed landscape plans for each building phase shall be provided in general conformance with the concepts included on Sheets L-6 through L-9 with adjustments permitted so long as the quantity and quality of the landscaping provided and the function of the space remains consistent with that shown on the CDP. Such plan shall include the location of all known utilities and sight distance requirements overlaid on the planting plan.

As part of the site plan submission for each building phase, the Applicant shall submit to the Urban Forestry Management Division (“UFMD”) of the DPWES for review and approval a detailed landscape plan that is in substantial conformance with the quantity and quality of plantings and materials landscaping shown on the approved FDP, and shall include, among other things, irrigation information, design details for tree wells and other similar planting areas on structures and along streets. These details shall include the composition of planting materials, methods for providing suspended pavement over tree root zones to prevent soil compaction, and methods for ensuring the viability of plantings on structures.

21. Streetscaping. Streetscaping shall be installed on the Subject Property as conceptually illustrated on Sheets L-1 through L-4. Streetscape elements shall include: a landscape amenity panel located immediately behind the face of curb; a clear pedestrian sidewalk adjacent to the landscape amenity panel; and a building zone between the pedestrian sidewalk and the face of the building that is designed to allow access to the building and/or additional landscaping adjacent to residential uses and also storefront browsing, outdoor display, outdoor dining, and similar uses adjacent to Retail/Service uses. Streetscaping elements may be adjusted at the time of FDP approval provided the quality of the streetscape and minimum clear pedestrian sidewalks are consistent with that shown on the CDP.
- A. Street Trees. Tree planting sites are set forth on the CDP, subject to revision as may be approved on the FDP or at site plan review by the UFMD. Revisions may

be necessitated to accommodate bus stop shelters, clear zones, and other similar requirements and shall not require a CDPA or FDPA. The Applicant shall retain the services of a certified arborist or Registered Consulting Arborist to monitor the design and inspect the planting of the street trees and shall notify UFMD in writing or by electronic mail no later than three business days prior to tree pit construction to allow for County inspection. Where minimum planting widths of eight (8) feet are not provided, alternative measures either as identified in the Tysons Urban Design Guidelines (endorsed by the Board of Supervisors of on January 24, 2012) (the "Tysons Urban Design Guidelines") or as found acceptable to UFMD, shall be used to satisfy the following specifications for all planting sites:

- (i) A minimum of 4 feet open surface width and 16 square feet open surface area for Category III and Category IV trees, ~~with the tree located in the center of the open area.~~
- (ii) A minimum rooting area of 8 feet wide (may be achieved with techniques to provide un-compacted soil below hardscape areas within the pedestrian realm), with no barrier to root growth within four feet of the base of the tree.
- (iii) A minimum soil depth of four (4) feet as measured to the shallow most point of the tree pit as shown in the tree planting details found on Sheet L-7 of the CDP.
- (iv) Soil volume for Category III and Category IV trees (as defined in Table 12.19 of the PFM) shall be 700 cubic feet per tree for single trees. For two trees planted in a contiguous planting area, a total soil volume of at least 600 cubic feet per tree shall be provided. For three or more trees planted in a contiguous area, the soil volume shall equal at least 500 cubic feet per tree. A contiguous area shall be any area that provides root access and soil conditions favorable for root growth throughout the entire area. Soil volumes as listed above may be reduced to a minimum of 400 cubic feet per tree where necessary, such as where paving above rooting zones is necessary to accommodate pedestrian traffic or where utility locations preclude greater soil volume.
- (v) Soil specifications in planting sites shall be provided in the planting notes to be included in all site plan submissions.
- (vi) All shade trees shall be a minimum of 3 to 3.5 inches in caliper at the time of planting; all flowering trees shall be a minimum of 2 inch caliper at the time of planting; and all new evergreen trees shall be a minimum of eight (8) feet in height at the time of planting.
- (vii) Trees zones shall be installed with a fully automatic drip irrigation system.

- (viii) It is expected that street trees will have to be planted within existing utility easements. The Applicant shall replace any street trees on-site or along its street frontages that are removed for repairs or improvements in those easements. Should replacement of such trees be required of the utility or others under another agreement, this requirement shall not apply to the Applicant.
- B. Non-Invasive Plant Materials. Invasive species, as defined by the Fairfax County PFM, shall not be used within the streetscape and landscaped open space areas.
- C. Utility Locations. Utilities, including, but not limited to water, sanitary sewer and storm sewer utility lines, shall be installed within the street network to the maximum extent feasible as determined by DPWES or shall be placed in locations that do not conflict with the landscaped open space areas and streetscape elements shown on the CDP and/or subsequent FDP as determined by DPWES. If there is no other option, utilities may be placed within open space or streetscape areas provided that the long-term health of trees and other plantings is ensured by the provision of sufficient soil volume as shown on the CDP, as determined by the UFMD. A conceptual utility plan shall be overlaid on the landscape plan submitted in the FDP. Adjustments to the type and location of plantings shall be permitted to avoid conflicts with utilities and other site engineering considerations. If at the time of site plan approval, street trees shown on the FDP are in conflict with existing or proposed utilities and alternative locations for the street trees satisfactory to UFMD cannot be accommodated, the Applicant shall modify the location of utilities to ensure that the trees shown on the FDP can be provided.
- Maintenance access points to SWM Facilities and electric vaults beneath the streetscape shall be located outside of the clear pedestrian walkway zone of the streetscape to the extent feasible. If the access points must be located in the walkway zone, they shall be designed as a lift out panel with the same paving materials as the walkway (subject to ADA requirements), be flush with the walkway, and meet ADA accessibility requirements. These maintenance access points shall be shown on each FDP.
- D. Sight Distance Considerations. Sight distances and anticipated road design speeds shall be depicted on the Landscape Plan submitted with each applicable FDP to demonstrate that the locations of all proposed street trees are viable. If determined at the time of site plan review that street tree locations conflict with sight distance requirements, the Applicant shall investigate whether limited pruning or minor adjustments to the locations of street trees will alleviate sight distance concerns. In the event VDOT does not approve the tree locations even after the changes anticipated above, the Applicant shall be permitted to relocate the affected street tree without the need for confirmation from DPZ, subject to approval by UFMD. If the deleted street tree(s) result in a tree canopy below 10% on the Subject Property, the street tree(s) must be accommodated in another

location on the Subject Property, as approved by DPZ in consultation with UFMD.

- E. Streetscape Furnishings and Materials and Lighting. Unified and high quality streetscape materials shall be provided and may include, but not be limited to, unit pavers, seat walls, tree space edging, lighting, traffic signal poles, benches, trash receptacles and other hardscape elements. A Streetscape Furnishing and Materials Plan shall be provided as part of all FDPs. These plans shall include general product information and approximate locations of furnishings and materials to be located in the streetscape between the building face and the curb, and in other public realm open spaces and shall ensure that the proposed furnishings do not conflict with sight distance requirements. Materials, furnishings, and lighting shall be compatible with those already identified in the Tysons Corner Urban Design Guidelines for the Tysons West area, as may be amended and or modified, and shall be coordinated with any streetscape design efforts put forth by the Tysons Partnership, but shall not be subject to approval by Tysons Partnership.

All streetscape lighting shall be energy efficient. All on-site, outdoor and parking garage lighting shall not exceed that permitted under the Outdoor Lighting Standards of Section 14-900 of the Zoning Ordinance, as may be amended. The same or similar street lights shall be used consistently throughout the Proposed Development and be selected from those listed in the Tysons Urban Design Guidelines, or other lights as may be approved by DPZ and OCR. All parking lot and building mounted security lighting shall utilize full cut-off fixtures. Recessed lighting shall be directionally shielded to mitigate the impact on adjacent properties.

- F. Signage and Wayfinding. Signage for the Subject Property shall be provided in accordance with the requirements of Article 12 of the Zoning Ordinance. Alternatively, the Applicant may seek approval of a Comprehensive Sign Plan ("CSP"). The placement of all signage on existing/planned public streets is subject to VDOT review and/or approval. Wayfinding signage and elements shall be coordinated with the Tysons Partnership so to facilitate a consistent wayfinding and signage system throughout the district, but shall not be subject to approval by Tysons Partnership. Wayfinding shall provide direction to locations of prominent attractions, parks, cultural arts destinations, and other public amenities.
- G. Tysons Urban Design Guidelines. The Applicant shall utilize and follow the Tysons Urban Design Guidelines in the preparation of the streetscape design provided on FDPs. In any instances an inconsistency exists between the Tysons Urban Design Guidelines and the approved CDP/FDP and/or these Proffers, the approved CDP/FDP and these Proffers shall govern.
- H. Maintenance. The Applicant or UOA shall maintain and replace in-kind all pedestrian realm elements within the Proposed Development. The pedestrian

realm includes all areas between the back of curb and the building zone whether located within the public right-of-way or on private land with public access easements. The Applicant or UOA shall enter into the appropriate agreement, in a form approved by the Office of the County Attorney, with the County (or other public entity, as needed) to permit the Applicant to perform such maintenance. An alternative maintenance agreement, such as a Business Improvement District, may be entered into upon written agreement of both the County and the Applicant without the requirement for a PCA. Maintenance commitments include, but are not limited to:

- (i) All plantings including trees, shrubs, perennials, and annuals;
- (ii) All associated irrigation elements;
- (iii) All hard surfaces;
- (iv) All streetscape furnishings including benches, bike racks, trash and recycling receptacles and non-standard structures;
- (v) All lighting poles, brackets and fixtures;
- (vi) All non-VDOT standard sign posts, traffic signal poles, pedestrian signal poles, mast arms, signal heads and control boxes;
- (vii) Snow removal;
- (viii) Leaf removal;
- (ix) Trash, recycling and litter removal;
- (x) Decorative retaining walls;
- (xi) Special drainage features, such a Low Impact Design facilities; and
- (xii) All urban park amenities including horticultural care, maintenance of all water features, irrigation, lighting, furnishings, paving, and art.

Phasing of streetscaping shall occur in the context of individual phases as provided in Proffer 7. As determined at the time of FDP approval, where the final streetscape design cannot be fully implemented during certain phases of development, the Applicant shall provide interim streetscape improvements as described in Proffer 22.

22. Interim Conditions and Standards. Due to the size of the Proposed Development and the time anticipated for its build-out, phased redevelopment may result in various interim conditions on the Subject Property. At the time of FDP submission, the Applicant shall identify the specific proposed interim conditions within the FDP area and outside the FDP area and shall ensure such conditions provide reasonable pedestrian connections, vehicular circulation and access, temporary streetscaping and landscaping, public park

treatments, and screening/treatment of exposed/partially complete above grade parking structures.

- A. If an interim condition/phase includes partial demolition of an existing structure, the FDP for that phase shall include all or a portion of the existing structure as necessary to ensure revisions to parking and on-site circulation for the existing structure are adequate.
- B. If interim improvements not located on the Subject Property are contemplated with any FDP, such FDP shall specify how and when such improvements are to be constructed. In the event the Applicant is unable to acquire the right-of-way and/or easements necessary to construct such interim improvement through a cooperative agreement with the owners, the Applicant shall request in writing that Fairfax County acquire the easements or rights-of-way by means of its condemnation powers as described in Proffer 57. At the time of FDP approval, it shall also be determined what course of action shall be required of the Applicant should the County elect not to use, or is unsuccessful in its attempt to use, its condemnation powers.
- C. Interim conditions shall comply with the following general standards provided that the improvements are acceptable to Fairfax County, VDOT, and all other utility companies as may be appropriate:
 - (i) Construction of interim sidewalks a minimum of ~~a~~ five (5) feet in width and installation of interim street lights along the interim sidewalks, the selection of which shall be approved with the applicable FDP, as needed to ensure a safe, convenient pedestrian path to the Metro Station.
 - (ii) Installation of street trees, with a minimum size of 2 inch caliper, approximately every 50 feet, to the extent feasible as determined by UFMD based on existing conditions and utility easements. Interim street tree planting shall not be required to meet the minimum planting width/area standard for permanent street trees.
 - (iii) Provision of interim designs for publicly accessible open spaces will include interim landscaping, pedestrian pathways, seating, signage, lighting and recreational facilities as determined at FDP.
 - (iv) Provision of peripheral and interior parking lot landscaping in accordance with Article 13-203 of the Zoning Ordinance for interim surface parking lots, unless waived or modified at the time of FDP or site plan approval.
 - (v) Application of a screening system (which may be removable) where above grade garage structures that will be interior when later phases are complete are exposed at phase lines. This screening system shall be applied to all levels above grade and shall be composed of an architecturally designed system that may reflect basic architectural lines of the permanent facades, and that shall partially obscure the garage view from outside the garage

until the next phase is constructed. The use of temporary art works as a part of the screening system shall also be considered as part of the interim screening system. The specific screening system to be utilized for each building shall be determined at the time of FDP approval and graphically depicted on the FDP. Alternate temporary garage screening may be approved with FDP approval.

- (vi) Grading and seeding of areas on the Subject Property where existing improvements are removed to accommodate a portion of the Proposed Development, and are not scheduled to commence construction within 12 months.
- (vii) Where appropriate, provision of attractive temporary construction fencing, which may include public art, signage or wayfinding elements. ~~Signage shall be in keeping with Article 12 of the Zoning Ordinance or alternatively in accordance with an approved Comprehensive Sign Plan.~~

TRANSPORTATION IMPROVEMENTS

23. Grid of Streets. For the purposes of these Proffers, Greensboro Drive and Broad Street shall be considered to run east-west and Spring Hill Road and Logan Street shall be considered to run north-south. The Applicant shall construct and open for use to the public a proposed grid of streets as generally located and depicted on Sheets C-6 through C-8 of the CDP and as set forth in these Proffers. The functional classification of those roadways comprising the grid of streets is summarized below:

Street	Classification
Greensboro Drive	Avenue
Spring Hill Road	Avenue
Broad Street	Collector
Logan Street	Service Alley (private)

A. Right-of-Way.

- (i) The Applicant shall dedicate right-of-way along the Subject Property's frontage for each of the public streets listed above to the adjacent property line and to a point inclusive of the landscape amenity panel and the sidewalk or to such standard as may be approved on the FDP. The deed of dedication shall include a requirement that the area of the landscape amenity panel/sidewalk, exclusive of the building zone, be utilized for public purposes limited to streetscape improvements, sidewalks, pedestrian access, underground utilities, traffic signal poles, traffic-related and wayfinding signage, bus stops, bus shelters and vehicular ingress and egress to adjacent properties. Should the County not agree with the inclusion of this requirement, the Applicant shall dedicate and convey in

fee simple right-of-way measuring 18 inches from the proposed face of the curb line.

(ii) The Applicant shall work diligently with VDOT and Fairfax County during the FDP and site plan approval processes to ensure that the streets and/or the area of the landscape amenity panel/sidewalk can be accepted as public streets. The Applicant shall dedicate and convey in fee simple right-of-way including the area of the landscape amenity panel/sidewalk to the Board of ~~Supervisors~~ at the time of site plan approval, with the following exceptions:

a. If at the time of site plan approval it is determined that stormwater management facilities, electric vaults or other similar facilities proposed to be located beneath the landscape amenity panel/sidewalk will prevent VDOT and/or Fairfax County from accepting the landscape amenity panel/sidewalk within the right-of-way, the Applicant shall provide dedication measuring 18 inches from the proposed face of curb line and shall reserve for potential future dedication the landscape amenity panel and sidewalk areas. A temporary public access easement in a form acceptable to the County Attorney shall be recorded over the reserved landscape amenity panel/sidewalk areas until such time as such areas are dedicated. This reservation area shall include easements that allow for the installation of signage necessary for safety and operation of the street as well as parking regulation equipment by VDOT and/or the County. In addition, the Applicant shall provide easements within the amenity panel/sidewalk area for bus shelters as determined at the time of FDP or site plan. Conveyance of the amenity panel/sidewalk areas to the Board of ~~Supervisors~~ shall occur following construction of the street and streetscape improvements and final street acceptance inspection by Fairfax County and/or VDOT subject to the stipulations in these Proffers.

Should it be determined following final street acceptance inspection that the landscape amenity panel and sidewalk areas continue to be unacceptable to VDOT and/or Fairfax County for inclusion in the right-of-way, the reservation of potential future dedication of the landscape amenity panel and sidewalk areas shall be released and the Applicant shall grant a public sidewalk and utility easement, in a form acceptable to the Office of the County Attorney. This easement shall allow for the installation of signage necessary for safety and operation of the street as well as parking regulation equipment by VDOT and/or the County. In addition, the Applicant shall provide easements within the amenity panel area for bus shelters as determined at the time of FDP or site plan.

- b. If at the time of site plan approval it is unclear whether stormwater management facilities, electric vaults or other similar facilities proposed to be located beneath the landscape amenity panel/sidewalk will be acceptable to VDOT and/or Fairfax County, the Applicant shall provide dedication measuring 18 inches from the proposed face of curb line at the time of site plan approval and shall reserve for potential future dedication the landscape amenity panel and sidewalk areas. A temporary public access easement in a form acceptable to the County Attorney shall be recorded over the reserved landscape amenity panel/sidewalk areas until such time as such areas are dedicated. The reservation area shall include easements that allow for the installation of signage necessary for safety and operation of the street as well as parking regulation equipment by VDOT and/or the County. In addition, the Applicant shall provide easements within the amenity panel/sidewalk area for bus shelters as determined at the time of FDP or site plan. Conveyance of the amenity panel/sidewalk areas to the Board of Supervisors shall occur following construction of the street and streetscape improvements and final street acceptance inspection by Fairfax County and/or VDOT subject to the stipulations in these Proffers.

Should it be determined following final street acceptance inspection that the landscape amenity panel and sidewalk areas are not acceptable to VDOT and/or Fairfax County to be included in the right-of-way, the reservation of potential future dedication of the landscape amenity panel and sidewalk areas shall be released and the Applicant shall grant a public sidewalk and utility easement, in a form acceptable to the Office of the County Attorney. This easement shall allow for the installation of signage necessary for safety and operation of the street as well as parking regulation equipment by VDOT and/or the County. In addition, the Applicant shall provide easements within the amenity panel/sidewalk area for bus shelters as determined at the time of FDP or site plan.

- (iii) All right-of-way dedications shall be subject to advanced density credit as specified in Proffer 60.

~~B. Definition of Construct. For purposes of this Proffer "construct" shall mean that the committed road improvement is open to use by the public for travel whether or not the improvement has been accepted for maintenance by VDOT.~~

~~E.B. VDOT Approval. All public street improvements proposed herein shall be subject to VDOT approval and be in general conformance with the standards included in Attachment D (*Transportation Design Standards for Tysons Corner Urban Center*) of the Memorandum of Agreement approved by the Board of~~

Supervisors on September 13, 2011, as may be amended (the "Transportation Design Standards"), subject to modifications as may be granted.

D.C. Public Street. Broad Street shall be designed and constructed as a public street in general conformance with the Transportation Design Standards as may be amended (subject to modifications as may be granted). The Applicant shall design Broad Street to meet the Transportation Design Standards and be accepted by VDOT for maintenance as a public street and shall diligently work with VDOT and Fairfax County to ensure acceptance. In the event VDOT and FCDOT determine at the time of final street acceptance inspection, that Broad Street does not satisfy VDOT criteria to be accepted in to the State System or if otherwise agreed to by the County at the time of FDP approval or site plan approval, the street shall be maintained as a private street by the Applicant. A public access easement in a form acceptable to the Office of the County Attorney shall be granted for the street and appurtenant facilities associated with any private streets as well as to facilitate County transit bus, inspection and emergency access; such public access easement to become effective upon completion of the street.

In some instances, the Applicant will be constructing interim street improvements. The Applicant shall work diligently with VDOT and FCDOT to ensure that, when feasible, interim street sections can be accepted for public maintenance by VDOT.

E.D. Naming. The Applicant reserves the right to provide different names for the streets than those shown on the CDP.

E.E. Parking Lanes. The Applicant shall accommodate on-street parking throughout the limits of the Subject Property as generally shown on Sheets C-6 through C-8 of the CDP and as may be adjusted with FDP approval. The County and VDOT may restrict parking during peak commuting periods (typically 6:00 to 9:00 AM and 4:00 to 7:00 PM), in order to provide for turning movements to/from the public and/or private street network or to provide additional travel lanes. If requested by the County and/or VDOT, the Applicant shall install signs restricting parking.

The on-street spaces located along private streets may be part of or in addition to the total number of required parking spaces to be provided on the Subject Property. The Applicant reserves the right to restrict the use of those spaces along any private streets and/or on any future public streets prior to dedication for use as temporary or short term parking, car-sharing parking and/or similar uses, through appropriate signage or such other means as the Applicant determines appropriate. If requested by the County, the Applicant shall remove on-street parking to address street capacity needs. Prior to acceptance, the Applicant shall remove any signs the County or VDOT deems necessary to remove.

24. Greensboro Drive.

- A. The Applicant shall design and construct Greensboro Drive along the Subject Property's frontage as generally depicted on Sheets C-6 through C-8 of the CDP. Frontage improvements shall provide for relocation/reconstruction of the loading entrance serving Building E1 and the addition of a bicycle lane in each direction with the westbound bicycle lane accommodated within the existing pavement as depicted on Sheets C-6 through C-8 of the CDP and as approved by VDOT.
 - B. The final design of the improvements to Greensboro Drive as generally described above shall be further refined in conjunction with the submission of FDPs and the site plan for Building E3.
25. Spring Hill Road.
- A. The Applicant shall design and construct Spring Hill Road along the Subject Property's frontage as generally depicted on Sheets C-6 through C-8 of the CDP. Frontage improvements shall provide for the typical half section depicted on Sheet C-8, which includes a raised median with two travel lanes a parking lane and bicycle lane with additional pavement/widening provided at select locations to accommodate certain turning movements and/or pavement transitions as depicted on Sheets C-6 through C-8 of the CDP and as may be required by VDOT. The Applicant shall stripe a bicycle lane on the southbound section of Spring Hill Road (opposite the Subject Property's frontage) if the southbound bicycle lane can be accommodated within the existing pavement and is approved by VDOT.
 - B. The final design of the improvements to Spring Hill Road as generally described above shall be further refined in conjunction with the submission of FDPs and site plans for Buildings E3 and/or E5 and construction shall be provided in conjunction with the development of Buildings E3 or E5, whichever occurs first.
26. Broad Street. The Applicant shall construct Broad Street from Spring Hill Road to the Subject Property's eastern property line in general accordance with the designs shown on Sheets C-6 through C-8. The Applicant shall construct portions of Broad Street as follows:
- A. From Spring Hill Road to East Street, the Applicant shall construct the ultimate section of Broad Street as shown on Sheet C-7, to accommodate a four (4) lane, undivided section with two (2) lanes in each direction, bicycle lanes in each direction and parking lanes where feasible, to align with the ultimate section of Broad Street shown on Sheets C-6 and C-6A and included in RZ 2010-PR-014D. If at the time of FDP or site plan approval for Building E3, Fairfax County or VDOT determines that the section of Broad Street adjacent to Building E3 should be different than that shown on Sheet C-7, the street design may be adjusted without requirement of a PCA, CDPA or FDPA; said adjusted design to occur within the Subject Property and the property subject to RZ 2010-PR-014A. Construction shall occur commensurate with the construction of Building E3.

- B. From East Street to the Subject Property's eastern property line, the Applicant shall construct a two (2) lane section including one (1) lane in each direction as shown on Sheet C-7 of the CDP. It is anticipated that this section of Broad Street will be widened to its ultimate section with the future redevelopment of adjacent properties. This street section shall be constructed to match the anticipated grade of the future extension of Broad Street east of the Subject Property. Such interim construction shall occur commensurate with the construction of Building E4.
- C. The design of the improvements to Broad Street as generally described above shall be further refined with the first and second FDPs for buildings on the Subject Property with frontage on Broad Street and final design shall be determined in conjunction with the submission of the site plans for the first and second buildings on the Subject Property with frontage on Broad Street. If at the time of FDP approval, the County in conjunction with the Applicant determines that the vehicle lane, bicycle lane, sidewalk, and streetscape configuration should be different than that described in paragraphs A and B above in order to satisfy VDOT or other engineering requirements, the improvements may be adjusted without requirement of a PCA or CDPA.
- D. The Applicant shall provide easements necessary to access the existing parking garage located on property identified as 2012 Tax Map 29-3 ((1)) 46A from future Broad Street should the owners of said property choose to construct such access.
- E. Following the Applicant's dedication of right-of-way for Broad Street as provided in Proffer 23A, the Applicant shall provide all necessary easements to facilitate construction of the ultimate width of Broad Street either upon demand of Fairfax County and/or VDOT or with future construction by adjoining property owners.

27. Logan Street.

- A. The Applicant shall design and construct Logan Street within the Subject Property from Broad Street to Greensboro Drive following the design as generally depicted on Sheets C-6 through C-8 of the CDP. Logan Street shall be constructed in general accordance with the typical section depicted on Sheet C-8, a Service Alley, with variable pavement/widening provided at select locations to accommodate certain turning movements and/or pavement transitions. Logan Street shall be a private street with parking permitted under the street.
- B. The final design of the improvements to Logan Street as generally described above shall be further refined in conjunction with the submission of a FDP and/or site plan for Building E4.

28. Inter-Parcel Access. At the time of site plan approval for Building E4, the Applicant shall record an inter-parcel access easement, in a form approved by the County Attorney, over the service lane located immediately north of Building E4 in order to provide access

for future redevelopment of adjacent properties identified on the 2012 Tax Maps as 29-3 ((1)) 63B and 29-3 ((18)).

29. Traffic Signals.

A. Provided a signal is not already installed, a warrant study for the installation of a new traffic signal at the intersection of Broad Street and Spring Hill Road shall be submitted within twelve (12) months after the issuance of the first initial RUP or Non-RUP for each of Buildings E3 and E4. If a signal is deemed warranted by VDOT at that time, the Applicant shall then design, equip and install the signal along with pedestrian enhancements as may be required by VDOT, utilizing any escrowed contributions for the signal received by the County. In the event a signal is not warranted, the Applicant shall escrow with DPWES the building's pro rata share of the signal.

If not previously warranted with Buildings E3 or E4, the Applicant shall submit a warrant study within twelve (12) months after the issuance of the first initial RUP or Non-RUP for the final building to be built on the Subject Property. If warranted by VDOT at that time, the Applicant shall design, equip and install such signal including pedestrian enhancements as required by VDOT. If not warranted with the last building on the Subject Property, then the Applicant shall be refunded its previously escrowed contributions toward the signal and the Applicant's obligation to construct or in any manner pay for such signal shall be deemed null and void and this Proffer of no further effect.

B. All right-of-way associated with signal equipment (poles, equipment boxes, etc.) on the Subject Property not already dedicated shall be reserved for dedication in fee simple to the Board of Supervisors in accordance with Proffer 23A.

C. If right-of-way and/or easements are needed from other properties in order to install the subject signal and the Applicant is unable to secure such off-site rights-of-way and/or easements, then the Applicant shall contribute to Fairfax County its reasonably determined pro-rata share towards the future installation of said signal by others. In such event, the Applicant's obligation to construct or in any manner further pay for such signal is deemed null and void and this Proffer of no further effect.

D. If the County, upon request of the Applicant or on its own initiative, determines that such signal installation as proffered will be detrimental to traffic operations, the Zoning Administrator may (1) agree to a later date for completion of the traffic signal installation or (2) permit the Applicant to proceed without the signal installation.

30. Bus Shelters. Bus shelter locations shall be evaluated for the property on which a site plan has been submitted for approval for feasibility at the time of site plan approval in consultation with FCDOT and VDOT. Identified bus shelter locations shall be within the landscape amenity panel of the streetscape to the extent feasible and shall not impede

convenient access to building entries. Bus shelter locations may necessitate adjustments to street tree locations and other street furnishings from that shown on the CDP which shall be accommodated without the requirement for a CDPA or FDPA.

31. Construction Traffic Management. The Applicant shall prepare and implement a construction management plan during construction of each phase, as appropriate, through its development/construction manager so as to provide safe and efficient pedestrian and vehicle circulation at all times on the Subject Property and on the public roadways adjoining the Subject Property. The management plan shall identify anticipated construction entrances, construction staging areas, construction vehicle routes and procedures for coordination with FCDOT and/or VDOT concerning construction material deliveries, lane or street closures, and/or other construction related activities to minimize disturbance on the surrounding road network.

Such plans shall be prepared by a qualified professional and submitted for review and comment to the VDOT, FCDOT and DPWES upon submission of the initial site plan for each phase.

32. Tysons Grid of Streets Transportation Fund. The Applicant shall provide a contribution of \$1000 for each residential unit and \$6.44 for each square foot of new non-residential space constructed on the Subject Property to Fairfax County for the Tysons Grid of Streets Transportation Fund in keeping with the Guidelines for the Tysons Grid of Streets Transportation Fund adopted by the Board of Supervisors on January 8, 2013, except as may be modified in these Proffers. The contribution amount due shall be adjusted for all creditable expenditures described herein.

The Applicant shall receive credits against the contributions that would otherwise be due to the Tysons Grid Fund for the following costs:

- A. Costs incurred by the Applicant in the acquisition of off-site right-of-way and associated easements, including costs borne by the Applicant associated with any Fairfax County condemnation actions, for the construction of off-site public streets and intersection improvements, and
- B. Costs incurred by the Applicant for the construction of all or a part of off-site public streets, (not including costs of the Subject Property's frontage improvements).

BICYCLE FACILITIES

33. Bicycle Circulation. In combination with the street and streetscape improvements identified in these Proffers, the Applicant shall provide pavement and, subject to County and VDOT approval, striping for on-road bicycle lanes along the Subject Property's frontages with Greensboro Drive, Spring Hill Road and Broad Street, and striping of bike lanes within the existing pavement on Greensboro Drive and Spring Hill Road opposite the Subject Property's frontages as shown on Sheet C-8 and as may be further provided in these Proffers. Such lanes shall typically be four (4) to six (6) feet in width with the final

dimension determined at the time of site plan approval. Bicycle lane striping shall be subject to approval by VDOT.

34. Bicycle Parking. The Applicant shall provide bicycle racks, bike lockers, and bike storage areas throughout the Subject Property, the specific locations of which shall be determined at the time of each site plan approval. The bike racks shall be inverted U-style racks or other design approved by FCDOT in consultation with OCR. The total number of bike parking/storage spaces and related facilities shall be consistent with the Fairfax County Policy and Guidelines for Bicycle Parking for each building or group of buildings as determined at site plan.

PARKING

35. Zoning Ordinance Requirements. Parking on the Subject Property shall be provided in accordance with the parking requirements in the PTC District for properties located between $\frac{1}{8}$ and $\frac{1}{4}$ mile from a Metro station as set forth in Sect. 6-509 and Article 11 of the Zoning Ordinance, and as shown on the CDP. The exact number of spaces to be provided shall be refined with approval of an FDP and determined at the time of site plan approval based on the specific uses, number of residential units and bedroom mix. If changes in the mix of uses or residential bedroom mix result in parking greater than that anticipated on the CDP, the additional parking spaces shall be accommodated within the proposed parking structures, without increasing the height or mass of the parking podia.
36. Phasing of Parking. Parking shall be provided in phases commensurate with development of the Subject Property. Parking spaces in excess of the maximum parking ratios set forth in the Ordinance may be provided in the early phases of development of the Subject Property, provided that at the build-out of the Subject Property, the maximum parking rates are not exceeded. Required parking spaces for an individual building need not be provided on the parcel on which the building is located, but shall be provided within the Subject Property.
37. Commercial Off-Street Parking. The Applicant may provide commercial off-street parking within the existing and/or expanded garage on the Subject Property. This parking shall be in addition to the permitted parking for the proposed uses on the Subject Property.
38. Future Parking Revisions. The Applicant reserves the right to provide parking at revised rates (rates referring to the number of parking spaces provided per dwelling unit for residential uses or per square foot of GFA for Office, Hotel and Retail/Service uses) as may be permitted by a future amendment to the Zoning Ordinance. Optional use of revised rates shall not require a CDPA or PCA, provided there is no increase in the size or height of above-grade parking structures.
39. Parking Stipulations.
 - A. The Applicant shall provide controlled access to new parking garages and shall ensure that the control equipment is capable of counting vehicles entering and exiting the garages.

- B. The sale or lease rates of parking spaces shall be “unbundled” from the purchase price or lease rate of the individual dwelling units; meaning a unit’s purchase price or lease rate shall be exclusive of parking costs.

TRANSPORTATION DEMAND MANAGEMENT

40. Tysons Transportation Management Association. The Applicant shall contribute to Fairfax County funds for the establishment of a future transportation management association (the “TMA”) pursuant to paragraphs A and B hereof, which may be established for the Tysons Corner Urban Center and to which all other Tysons property owners will ~~also~~ be required to contribute ~~to~~.
- A. The Applicant shall make a one-time contribution to the establishment of ~~the~~ future TMA based on a participation rate of \$0.10 per gross square foot of new office uses and \$0.05 per gross square foot of new residential uses to be constructed on the Subject Property.
- B. The contribution to the TMA shall be paid prior to site plan approval for each new residential or office building to be constructed on the Subject Property.
- C. If subsequent to the approval of this Rezoning, a Tysons Corner Urban Center-wide TMA is approved by FCDOT and established for the purpose of administering TDM programs in the Urban Center, then the Applicant may, at its sole discretion, join or otherwise become associated with such entity and transfer some or all functions of this TDM Program to the new entity, whereupon this Proffer in whole or in part shall be void and of no further force or effect. Further, if determined by FCDOT that a proactive, private TDM program is no longer necessary, the TDM structure in this Proffer may be rendered null and void in whole or in part without the need for a PCA.
- D. If the TMA has not been established within three (3) years after the approval of this Rezoning, this Proffer shall be null and void and with no further effect on the Subject Property. Further, any funds contributed to the TMA by the Applicant would then be returned to the Applicant.
41. Transportation Demand Management Plan. The proffered elements of the TDM Program as set forth below are more fully described in the Spring Hill Station Transportation Demand Management Plan prepared by UrbanTrans dated August 22, 2011 (the “TDM Plan”) and such revisions to the Plan as prepared by Wells + Associates, Inc. dated September 2012. It is the intent of this Proffer that the TDM Plan will adapt over time to respond to the changing transportation related circumstances of the Subject Property, the surrounding community and the region, as well as to technological and/or other improvements, all with the objective of meeting the trip reduction goals as set forth in these Proffers. Accordingly, modifications, revisions, and supplements to the TDM Plan, as coordinated with FCDOT, can be made without the need for a PCA provided that the TDM Plan continues to reflect the proffered elements of the TDM Program as set forth below.

- A. Definitions. For purposes of this Proffer, “Stabilization” shall be deemed to occur one-year following issuance of the last initial RUP or Non-RUP for the final new building to be constructed on the Subject Property. “Pre-stabilization” shall be deemed to occur any time prior to Stabilization.
- B. Trip Reduction Objective. The objective of this TDM Program shall be to reduce the vehicle trips generated by residents and/or office tenants of the Subject Property (i.e., not including trips from hotel and/or retail uses), during weekday peak hours associated with the adjacent streets as more fully described in the TDM Plan, by meeting the percentage vehicle trip reductions established by the Comprehensive Plan as set forth below. These trip reduction percentages shall be multiplied by the total number of new residential and/or office vehicle trips that would be expected to be generated by the new uses developed on the Subject Property as determined by the application of the Institute of Traffic Engineers, 8th Edition, Trip Generation rates and/or equations (the “ITE Trip Generation”), and the number of trips determined by the product of such equation shall be referred to herein as the “Maximum Trips After Reduction.” For purposes of this calculation, the maximum number of dwelling units or the total gross square footage of office uses proposed to be constructed in each new building on the Subject Property, as determined at the time of site plan approval for each building, shall be applied to the calculation described in the preceding sentence. The target reductions shall be as follows:

<u>Development Levels</u>	<u>Percentage Vehicle Trip Reduction</u>
Up to 65 million sq.ft. of GFA	30%
65 million sq.ft. of GFA	35%
84 million sq.ft. of GFA	40%
90 million sq.ft. of GFA	43%
96 million sq.ft. of GFA	45%
105 million sq.ft. of GFA	48%
113 million sq.ft. of GFA	50%

The trip reduction goals outlined above are predicated on the achievement of specific development levels within the Tysons Corner Urban Center as anticipated in the Comprehensive Plan. Prior to undertaking trip measurements, the TPM shall, in consultation with the County, provide a summary of the then existing (i.e., based on RUPs and Non-RUPs issued) development levels in Tysons Corner in order to determine the appropriate vehicle trip reduction goal.

If through an amendment to the Comprehensive Plan, the Board of Supervisors should subsequently adopt a goal for trip reductions that is lower than that committed to in this Proffer, then the provisions of this Proffer shall be adjusted accordingly without requiring a PCA.

- C. Process of Implementation. The TDM Program shall be implemented as follows, however modifications, revisions, and supplements to the implementation process

as set forth herein and coordinated with FCDOT can be made without requiring a PCA.

- (i) TDM Program Manager. If not previously appointed, the Applicant shall appoint and continuously employ, or cause to be employed, a TDM Program Manager (TPM) for Spring Hill Station. If not previously appointed, the TPM shall be appointed by the Applicant no later than sixty (60) days after the issuance of the first building permit for the first new office or residential building to be constructed on the Subject Property. The TPM's duties may be part of other duties associated with the appointee. The Applicant shall notify FCDOT and the District Supervisor in writing within 10 days of the appointment of the TPM. Thereafter the Applicant (or UOA as applicable) shall do the same within ten (10) days of any change in such appointment.
- (ii) Reporting and Budgeting. The TPM shall prepare and submit to FCDOT an initial TDM Work Plan ("TDMWP") and Annual Budget no later than 180 days after issuance of the first building permit for the first new building on the Subject Property. Every calendar year thereafter, but no later than February 1st, the TPM shall submit an Annual Report, which may revise the Annual Budget in order to incorporate any new construction on the Subject Property.

The Annual Report shall assess the success of the previous year's program, suggest modifications or enhancements to program elements and establish a budget to cover the costs of implementation of the TDM Program for the coming year. At a minimum the Annual Report shall include:

- a. Specific details associated with the monitoring and reporting requirements of the TDM Program in accordance with the TDM Plan;
- b. Submission of the results of any Person Surveys and Vehicular Trip Counts conducted on the Subject Property;
- c. A summary of the development in Spring Hill Station, as well as the then existing development levels in the Tysons Corner Urban Center;
- d. A determination of the applicable Maximum Trips After Reduction for the Subject Property;
- e. Details as to the components of the TDM Program that will be put into action that year; and
- f. Any revisions to the Annual Budget needed to implement the TDM Program for the coming year. The expected annual budget amounts are described in the TDM Plan.

The Annual Report and Annual Budget shall be reviewed by FCDOT. If FCDOT has not responded with any comments within sixty (60) days after submission, then the Annual Report and Annual Budget shall be deemed approved and the TDM Program elements shall be implemented. If FCDOT responds with comments on the Annual Report and Annual Budget, then the TPM will meet with FCDOT staff within fifteen (15) days of receipt of the County's comments. No later than thirty (30) days after the meeting, the TPM shall submit such revisions to the TDM Program and/or Annual Budget as discussed and agreed to with FCDOT and begin implementation of the approved program and fund the approved Annual Budget.

- (iii) TDM Account. If not previously established, the Applicant, through the TPM, shall establish a separate interest bearing account with a bank or other financial institution qualified to do business in Virginia (the "TDM Account") within 30 days after approval of the Annual Budget. All interest earned on the principal shall remain in the TDM Account and shall be used by the TPM for TDM purposes. The TDM Account shall be funded by the Applicant until the end of the Applicant Control Period and managed by the TPM; thereafter the Account shall be funded by the UOA. The TDM Account shall not be eliminated as a line item in the Subject Property's governing budget and funds in the TDM Account shall not be utilized for purposes other than to fund TDM strategies/programs and/or specific infrastructure needs as may be approved in consultation with FCDOT.

Funding of the TDM Account shall be in accordance with the Annual Budget for the TDM Program elements to be implemented in a year. In no event shall the Spring Hill Station TDM Budget overall exceed \$200,000 (this amount shall be adjusted annually as set forth in Proffer 59). The TPM shall provide written documentation to FCDOT demonstrating the establishment of the TDM Account within ten (10) days of its establishment. The TDM Account shall be replenished annually, as necessary, thereafter following the establishment of each year's Annual Budget.

- (iv) TDM Remedy Fund. At the same time the TPM establishes and funds the TDM Account, the TPM shall establish a separate interest bearing account (referred to as the "TDM Remedy Fund") with a bank or other financial institution qualified to do business in Virginia. Funding of the TDM Remedy Fund shall be made one time on a building by building basis at the rate of \$0.40 per gross square foot of new office uses and \$0.30 per gross square foot of new residential uses on the Subject Property. Funding shall be provided by the Applicant prior to the issuance of the first initial RUP or Non-RUP for the applicable new building. This amount shall be adjusted annually as set forth in Proffer 59. Funds from the TDM Remedy Fund shall be drawn upon only for purposes of immediate need for TDM

funding and may be drawn on prior to any Annual Budget adjustments as may be required.

- (v) TDM Incentive Fund. The “TDM Incentive Fund” is an account into which the Applicant, through the TPM, shall deposit contributions to fund a multimodal incentive program for initial purchasers/lessees within Subject Property. Such contributions shall be made one time on a building by building basis at the rate of \$0.02 per gross square foot of new office and/or residential uses to be constructed on the Subject Property and provided prior to the issuance of the first initial RUP or Non-RUP for each new building.
- (vi) TDM Penalty Fund. The “TDM Penalty Fund” is an account into which the Applicant, through the TPM, shall deposit penalty payments as may be required pursuant to this Proffer for non-attainment of trip reduction goals. The County may withdraw funds from the TDM Penalty Fund for the implementation of additional TDM Program elements/incentives and/or congestion management within or proximate to the Spring Hill Station area. To secure the Applicant’s obligations to make payments into the TDM Penalty Fund, the Applicant shall provide the County with a letter of credit or a cash escrow as further described below.

Prior to the issuance of the first RUP or Non-RUP for each new building on the Subject Property, the Applicant shall:

- a. Establish the TDM Penalty Fund, if not previously established by the TPM.
- b. Deliver to the County a clean, irrevocable letter of credit issued by a banking institution approved by the County or escrow cash in an interest-bearing account with an escrow agreement acceptable to DPWES to secure the Applicant’s obligations to make payments into the TDM Penalty Fund (the “Letter(s) of Credit or Cash Escrow(s)”). The Letter(s) of Credit or Cash Escrow(s) shall be issued in an amount equal to \$0.10 per gross square foot of new office uses and/or \$0.05 per gross square foot of new residential uses shown on the approved site plan for each new building on the Subject Property. Until the Letter(s) of Credit or Cash Escrow(s) has been posted, the figures in the preceding sentence shall be adjusted annually as set forth in Proffer 59. Once the Letter(s) of Credit or Cash Escrow(s) has been posted, there shall be no further adjustments or increases in the amount thereof. The Letter(s) of Credit or Cash Escrow(s) shall name the County as the beneficiary and shall permit partial draws or a full draw. The foregoing stated amount(s) of the Letter(s) of Credit or Cash Escrow(s) shall be reduced by the sum of any and all previous draws under the Letter(s) of Credit or Cash Escrow(s) and payments by the

Applicant (or the TPM) into the TDM Penalty Fund as provided below.

- (vii) Monitoring. The Applicant shall verify that the proffered trip reduction goals are being met through the completion of Person Surveys and Vehicular Trip Counts of residential and/or office uses and/or other such methods as may be reviewed and approved by FCDOT. The results of such Person Surveys and Vehicular Trip Counts shall be provided to FCDOT as part of the Annual Report. Person Surveys and Vehicular Trip Counts shall be collected for the Subject Property beginning one year following issuance of the final initial RUP or Non-RUP for the first new office or residential building to be constructed on the Subject Property. Person Surveys shall be conducted every three (3) years and Vehicular Trip Counts shall be conducted annually until the results of three (3) consecutive traffic counts collected upon Stabilization show that the applicable trip reduction goals have been met. Thereafter, Person Surveys and Vehicular Trip Counts shall be conducted every five (5) years. Notwithstanding the aforementioned, at any time prior to or after Stabilization, FCDOT may suspend or relieve the Applicant of annual Vehicular Traffic Counts or triennial Person Surveys if conditions warrant.

D. Remedies and Penalties.

- (i) Prior to Stabilization. If Prior to Stabilization the TDM Program monitoring reveals that the Maximum Trips After Reduction for the Subject Property is exceeded, the TPM shall meet and coordinate with FCDOT to address, develop and implement such remedial measures as may be, but not limited to those, identified in the TDM Plan and Annual Report.

Such remedial measures shall be funded by the TDM Remedy Fund as may be necessary and based on the expenditure program that follows:

<u>Trip Goals Exceeded</u>	<u>Remedy Expenditure</u>
Up to 1%	No Remedy needed
1.1% to 3%	1% of Remedy Fund
3.1% to 6%	2% of Remedy Fund
6.1% to 10%	4% of Remedy Fund
Over 10%	8% of Remedy Fund

If the results of the Vehicular Trip Counts conducted show that the trip reduction goals have been met on the Subject Property for three (3) consecutive years in accordance with the goals outlined in the table below, then a portion of the Remedy Fund as outlined in those same tables below shall be released to the building owners through the TPM. The amount released shall be relative to the amount contributed by those buildings constructed and occupied at the time Vehicular Trip Counts were

collected. Any funds remaining in the Remedy Fund after such release shall be carried over to the next consecutive three (3) year period.

Up to 65,000,000 Square Feet of GFA in Tysons	
Meet or Exceed Trip Goal for 3 Years By:	Cumulative % Remedy Fund Returned
0.0%-4.9%	30%
5% - 10%	50%
10.1% - 15%	65%
15.1% - 18%	80%
18.1 - 20%	90%
>20%	100%

65-84,000,000 Square Feet of GFA in Tysons	
Meet or Exceed Trip Goal for 3 Years By:	Cumulative % Remedy Fund Returned
0.0%-4.9%	50%
5% - 10%	65%
10.1% - 13%	80%
13.1% - 15%	90%
>15%	100%

84-90,000,000 Square Feet of GFA in Tysons	
Meet or Exceed Trip Goal for 3 Years By:	Cumulative % Remedy Fund Returned
0.0%-4.9%	65%
5% - 8%	80%
8.1% - 10%	90%
>10%	100%

90-96,000,000 Square Feet of GFA in Tysons	
Meet or Exceed Trip Goal for 3 Years By:	Cumulative % Remedy Fund Returned
0.0%-4.9%	80%
5% - 8%	90%
>8%	100%

96-113,000,000 Square Feet of GFA in Tysons	
Meet or Exceed Trip Goal for 3 Years By:	Cumulative % Remedy Fund Returned
0.0%-4.9%	90%
>5%	100%

113,000,000+ Square Feet of GFA in Tysons	
Meet or Exceed Trip Goal for 3 Years By:	Cumulative % Remedy Fund Returned
>0%	100%

There is no requirement to replenish the TDM Remedy Fund at any time. Any cash left in the TDM Remedy Fund shall be released to the Applicant once three (3) consecutive annual Vehicular Trip Counts conducted show that the Maximum Trips After Reduction have not been exceeded.

- (ii) Following Stabilization. If the TDM Program monitoring reveals that the Maximum Trips After Reduction for the Subject Property is exceeded, then the TPM shall meet and coordinate with FCDOT to address, develop and implement such remedial measures as may be identified in the TDM Plan and Annual Report and funded by the TDM Remedy Fund as may be necessary, commensurate with the extent of deviation from the Maximum Trips After Reduction goal as set forth in accordance with the expenditure schedule outlined above.

If the results of the Vehicular Trip Counts conducted upon-Stabilization show that the trip reduction goals have been met site-wide for three (3) consecutive years in accordance with the goals outlined on the table above, then any remaining Remedy Funds shall be released back to the building owners through the TPM.

If despite the implementation of remedial efforts, the applicable Maximum Trips After Reduction (based on the existing development levels in the Tysons Corner Urban Center as described in this Proffer are still exceeded after three (3) consecutive years, then, in addition to addressing further remedial measures as set forth in this Proffer, the TPM shall be assessed a penalty according to the following:

Exceeded Trip Goals	Penalty
Less than 1%	No Penalty Due
1% to 3%	5% of Penalty Fund
3.1% to 6%	10% of Penalty Fund
6.1% to 10%	15% of Penalty Fund
Over 10%	20% of Penalty Fund

Penalties may be incurred in subsequent Stabilization years when the applicable Maximum Trips After Reduction for the Subject Property continue to be exceeded and provided there are funds still available in the Penalty Fund.

The Applicant through the TPM shall make the payments required by this Proffer into the TDM Penalty Fund upon written demand by the County, and the County shall be authorized to withdraw the amounts on deposit in the TDM Penalty Fund. If the TPM fails to make the required penalty payment to the TDM Penalty Fund within thirty (30) days after written demand, the County shall have the ability to withdraw the penalty amount directly from the Letter(s) of Credit or Cash Escrow(s).

The maximum amount of penalties associated with the Subject Property, and the maximum amount the TPM shall ever be required to pay pursuant to the penalty provisions of this Proffer, including prior to and after Stabilization, shall not in the aggregate exceed the amount of the Letter(s) of Credit or Cash Escrow(s) determined and computed pursuant to the provisions of this Proffer. There is no requirement to replenish the TDM Penalty Fund at any time. The Letter(s) of Credit and/or any cash left in the Cash Escrow(s) shall be released to the Applicant through the TPM once three (3) consecutive Vehicular Trip Counts conducted after Stabilization show that the Maximum Trips After Reduction for the Subject Property have not been exceeded.

- E. Additional Trip Counts. If an Annual Report indicates that a change has occurred that is significant enough to reasonably call into question whether the applicable vehicle trip reduction goals are continuing to be met, then FCDOT may require the TPM to conduct additional Vehicular Trip Counts (pursuant to the methodology set forth in the TDM Plan) within 90 days to determine whether in fact such objectives are being met. If any such Vehicular Trip Counts demonstrate that the applicable vehicle trip reduction goals are not being met, then the TPM shall meet with FCDOT to review the TDM strategies in place and to develop modifications to the TDM Plan to address the surplus of trips.
- F. Review of Trip Reduction Goals. At any time and concurrent with remedial actions and/or the payment of penalties as outlined herein, the TPM may request that FCDOT review the vehicle trip reduction goals established for the Subject Property and set a revised lower goal for the Subject Property consistent with the results of such surveys and traffic counts provided for by this Proffer. In the event a revised lower goal is established for the Subject Property, the Maximum Trips After Reduction shall be revised accordingly for the subsequent review period without the need for a PCA.
- G. Continuing Implementation. The TPM (through the UOA) shall bear sole responsibility for continuing implementation of the TDM Program and compliance with this Proffer at the end of the Applicant Control Period. The TPM shall continue to administer the TDM Program in the ordinary course in accordance with this Proffer including submission of Annual Reports.
- H. Notice to Owners. All owners of the Subject Property shall be advised of the TDM Program set forth in this Proffer. The then current owner shall advise all successor owners and/or developers of their funding obligations pursuant to the requirements of this Proffer prior to purchase and the requirements of the TDM Program, including the annual contribution to the TDM Program (as provided herein), shall be included in all initial and subsequent purchase documents.
- I. Enforcement. If the TPM fails to submit a report to FCDOT within the time frames required by this Proffer, the TPM shall have sixty (60) days within which

to cure such violation. If after such sixty (60) day period the TPM has not submitted the delinquent report, then the TMP (or UOA as applicable) shall be subject to a penalty of \$100 per day up to a maximum of \$36,500 per incident until such time as the report is submitted to FCDOT. Such penalty shall be paid to Fairfax County to be used for transit, transportation, or congestion management improvements within the vicinity of the Subject Property.

42. Transportation Demand Management for Retail/Hotel Uses. As provided in the above Proffer, certain components of the TDM Plan are applicable to and would benefit the retail and/or hotel uses proposed on the Subject Property. Therefore, the Applicant ~~will~~ shall provide an additional TDM program tailored to specifically serve any Retail and/or Hotel Uses (the "Retail/Hotel TDM Program") which may be developed on the Subject Property. In no event will remedies and/or penalties be assessed against any such Retail and/or Hotel Uses.
- A. Goals of the Retail/Hotel TDM Program. Because tenants of the Retail stores and Hotels and their employees work hours that are atypical of the standard work day, these tenants and their employees do not necessarily travel to and from the Subject Property during Peak Hours. Given this, the Retail/Hotel TDM Program shall encourage Retail tenants, Hotel Guests and the Retail/Hotel employees to utilize transit, carpools, walking, biking and other non-Single Occupancy Vehicle ("non-SOV") modes of transportation to travel to and from the Subject Property rather than focusing on the specific trip reductions during the weekday AM or PM Peak Hours.
 - B. Components of the Retail/Hotel TDM Program. The Retail/Hotel TDM Program shall include, at a minimum, the components applicable to the Subject Property that are described in this Proffer and the additional components provided below. These additional components may be subsequently amended by mutual agreement between the Applicant and FCDOT. All amendments to the components of the Retail/Hotel TDM Program contained in this Proffer shall be approved by FCDOT and will not require a PCA.
 - C. Employee/Tenant Meetings. The TPM shall hold, at a minimum, an annual TDM meeting with the Retail store tenants and Hotel Managers, and their respective employees, to review the available transit options, changes in transit service and other relevant transit-related topics. Based on these meetings, the TPM shall work with Fairfax County to consider changes to the relevant services, such as changes to bus schedules, if such changes would provide better service to the Subject Property tenants and their employees.
 - D. Regional TDM Programs. The TPM shall make information available to Retail store tenants, Hotel Guests and the Retail/Hotel employees about regional TDM programs that promote alternative commuting options. This shall include information on vanpools, carpools, guaranteed ride home and other programs offered by organizations in the Washington, D.C. Metropolitan Area.

- E. Retail/Hotel TDM Program Participation Outreach. The TPM shall endeavor in good faith to encourage participation by Retail store tenants and Hotel Management in the Retail/Hotel TDM Program, including the encouragement of a financial participation by such tenants through their direct offering of transit benefit programs and transit incentives to their employees. The TPM shall include a report to the County with respect to the activities described in the TDM Proffer as part of the Annual Report to be filed with the County. This report shall include detailed accounts of the outreach efforts and the feedback and response from the tenants.
43. Existing Greensboro Corporate Centre Office Uses. Certain components of the TDM Plan are applicable to and would benefit the existing office uses on the Subject Property. The TPM shall make available information on those components to any existing occupied office use which is located on the Subject Property. Such uses shall not be subject to monitoring nor will remedies and penalties be assessed against those existing office uses.
44. Intelligent Transportation Systems. To optimize safe and efficient travel in Tysons, the Applicant shall incorporate and maintain a system that provides pertinent traffic and transit information that allows users to make informed travel decisions. This information shall be provided at initial occupancy of each building. The delivery of this information shall be made convenient for building occupants and visitors, such as via computer, cell phone, monitors, or similar technology. Such devices shall provide, but not be limited to, information on the following:
- A. Traffic conditions, road hazards, construction work zones, and road detours.
 - B. Arrival times and delays on Metrorail, Tysons Circulator, and area bus routes.
 - C. Real time parking conditions and guidance to current on-site parking vacancies.
 - D. Bus stops pre-wired for real-time arrival/departures information.

The Applicant shall work with FCDOT and/or the Tysons Partnership to identify sources and facilitate electronic transmittal of data. Furthermore, the Applicant shall participate in efforts to implement any future dynamic traffic management program for the Tysons area.

AFFORDABLE/WORKFORCE HOUSING

45. Affordable Dwelling Units. If required by the provisions of Part 8 of Article 2 of the Zoning Ordinance, Affordable Dwelling Units (“ADUs”) shall be provided pursuant to said regulations unless modified by the ADU Advisory Board.
46. Workforce Dwelling Units. In addition to any ADUs that may be required pursuant to these Proffers, the Applicant shall also provide for-sale and/or rental housing units on the Subject Property in accordance with the Board's ~~of Supervisors~~ Tysons Corner Urban Center Workforce Dwelling Unit Administrative Policy Guidelines dated June 22, 2010. Workforce Dwelling Units (“WDUs”) shall be provided such that the total number of

total of 16 years. Under either option, GFA associated with Retail/Service uses and public uses shall be excluded from the contribution.

PARK AND RECREATIONAL FACILITIES

48. Public Park Space. The Applicant shall provide a park on the Subject Property identified as Urban Park 9 on the CDP. Urban Park 9, located at the corner of Logan Street and Broad Street, is approximately 19,300 square feet in area. This park/plaza shall be provided with the construction of Building E4 and shall include hardscaping, landscaping, an open lawn panel, focal element and outdoor seating, as generally shown on the CDP, with more specific details provided at the time of FDP approval. Additional or substitute recreational facilities to those listed may be approved with the FDP provided such facilities result in an equivalent or enhanced quality of recreational opportunities. Should Building E4 be developed as a residential building, the Applicant shall provide an active recreational facility in Urban Park 9, to be determined at FDP.

The Applicant shall record a public access easement over Urban Park 9 to ensure the park will be open to the general public for periods of times consistent with traditional Fairfax County parks, or other times as agreed to with the FCPA, subject to usual and customary rules and regulations. The Applicant shall provide for perpetual private maintenance of Urban Park 9. A wayfinding and signage system shall be developed at the time of FDP and site plan approval and installed by the Applicant to ensure the park can easily be identified. The Applicant shall coordinate with FCPA to ensure Urban Park 9 is included on the FCPA's website to encourage public use

49. Private Park Space. The Applicant shall enhance and expand existing private park space located between existing Buildings E1 and E2 and adjacent to future Building E3 as shown on Sheet L-8 of the CDP. This area of approximately 41,500 square feet shall include hardscaping, landscaping, a central plaza with the potential for a movable stage, pathways and outdoor tables and seating. Specific details shall be provided with the FDP for Building E3, and additional or substitute recreational facilities to those listed may be approved with the FDP provided such facilities result in an equivalent or enhanced quality of recreational opportunities. The private park enhancements shall be constructed commensurate with the construction of Buildings E3.
50. Private Amenities and Recreation Facilities for Residents. The Applicant shall provide on-site recreational facilities for the future residents of the Subject Property. Pursuant to Par. 2 of Sect. 6-110 of the Zoning Ordinance regarding developed recreational facilities, the Applicant shall expend a minimum of \$1700 per market-rate and workforce residential unit on such recreation facilities. Prior to final bond release for the residential building constructed on the Subject Property, the balance of any funds not expended on-site, as determined by DPWES shall be contributed to the FCPA for the provision of recreation facilities serving Tysons Corner.

The specific facilities and amenities to be provided for the residential building shall be determined at the time of FDP approval. Amenities to be provided may include but not be limited to:

ADUs, if any, plus the total number of WDUs results in not less than twenty percent (20%) of the total residential units constructed as part of the Proposed Development, thereby treating all of the Subject Property as if it were located within ¼ mile of the Metro Station. The 20% applies to the total number of dwelling units to be constructed on the Subject Property. If ADUs are provided in the development, both the ADUs and the ADU bonus units shall be deducted from the total number of dwelling units on which the WDU calculation is based.

The WDUs generated by each residential building on the Subject Property shall be provided within said building, however the Applicant reserves the right to consolidate the WDUs into one of the buildings with the build-out of the Subject Property and thereby increase the number of WDU units in one of the buildings beyond twenty percent (20%) with a corresponding decrease in the number of WDU units in the other building. The WDUs in each building shall have a bedroom mix similar to that provided in the market rate units in such building. Additionally, in the event that parking spaces are guaranteed to be made available for lease to individual market rate dwelling units, at least one (1) parking space shall be made available for lease by each ADU and/or WDU in the development.

Notwithstanding the foregoing, should the Board's of ~~Supervisors'~~ policies related Workforce Dwelling Units in Tysons Corner be amended, the Applicant reserves the right, at its sole discretion, to opt in to the new policies, in part or in whole, without the need for a PCA and, if the Applicant so opts into any such new policies, the provisions of this Proffer which relate to the new policies of the Board of ~~Supervisors~~ which Applicant has elected to opt into shall no longer be effective. Furthermore, the Applicant reserves the right to enter into a separate binding written agreement with the appropriate Fairfax County agency as to the terms and conditions of the administration of the WDUs following approval of this Application. Such an agreement shall be on terms mutually acceptable to both the Applicant and Fairfax County and may occur after the approval of this Application. Neither the Board of ~~Supervisors~~ nor Fairfax County shall be obligated to execute such an agreement. If such an agreement is executed by all applicable parties, then the WDUs shall be administered solely in accordance with such an agreement and the provisions of this Proffer as it applies to WDUs shall become null and void. Such an agreement and any modifications thereto shall be recorded in the land records of Fairfax County.

47. Office and Non-Residential Contributions to Affordable/Workforce Housing. For new office and other non-residential uses on the Subject Property, the Applicant shall select, within its sole discretion, one of the following two options for contributing toward the provision of affordable and/or workforce housing within Tysons Corner. These contributions shall be made to the Board, be deposited in a specific fund to be used solely for this purpose within Tysons Corner and shall be payable at the time of issuance of the first Non-RUP for the new office or other non-residential buildings on the Subject Property. The options shall consist of either (i) a one-time contribution of \$3.00 for each square foot of GFA of new office or non-residential use, or (ii) an annual contribution of \$0.25 for each square foot of GFA of new office or non-residential use continuing for a

- A. Private exterior recreational area/courtyard on the upper level of the parking podium with seating areas, specialty landscaping, lawn and/or shaded areas and hardscape areas, and may also include a volleyball court, putting green, bocci court, boules court, board game tables, or similar recreational facility as may be approved with the FDP;
 - B. Private exterior recreational area on the roof or podium level with a swimming pool, lounge deck, and shade structure;
 - C. Interior fitness center, a minimum of 1,000 square feet in size, furnished with exercise equipment such as stationary bikes, treadmills, weight machines, free weights, etc., but not necessarily staffing; and
 - D. Clubroom for resident gatherings and/or media/entertainment center.
51. Athletic Field Construction. To address the Comprehensive Plan's recommendations regarding the provision of athletic fields in Tysons, the Applicant shall contribute to the cost of constructing an athletic field within the FCPA's Raglan Road Park (the "Raglan Road Park Field"). The Applicant shall contribute \$0.75 per new square foot of GFA constructed on the Subject Property for the construction of the Raglan Road Park Field. The contributions shall be payable at the time of issuance of the first RUP or Non-RUP as applicable, for each new building on the Subject Property.

In the event, the Raglan Road Park Field is constructed by the County or FCPA prior to all proffered funds from the Subject Property being collected, or alternatively Raglan Road Park Field is not constructed, said contributions to the FCPA may be utilized to support the provision of other active recreation facilities either through land acquisition or facility development in Tysons.

PUBLIC FACILITIES

52. Fire and Rescue Station Contribution. The Applicant shall contribute \$2.00 per new square foot of GFA constructed on the Subject Property for the construction of a new Fairfax County Fire and Rescue Station (the "New Station") on property subject to RZ 2010-PR-014-B. The contributions shall be payable at the time of issuance of the first RUP or Non-RUP as applicable, for each new building on the Subject Property. Any such contributions due prior to delivery of the New Station to Fairfax County shall be paid by the Applicant to Fairfax County. Any such contributions following the delivery of the New Station to Fairfax County shall be paid by the Applicant directly to the applicant of RZ 2010-PR-014-B, or its successors or assigns. In this instance, the Applicant shall demonstrate to DPZ and DPWES, as applicable, that such contribution has been made prior to the issuance of the first RUP or Non-RUP for each new building.
53. Public School Contribution. Per the Residential Development Criteria Implementation Motion adopted by the Board of ~~Supervisors~~ on September 9, 2002, and revised July, 2006, the Applicant shall contribute \$9,378 per expected student (based on ratios of 0.087

student per multi-family residential unit and 0.44 student per single-family attached residential unit) to the Fairfax County School Board to be utilized for capital improvements to schools that serve the Tysons Corner area. Such contribution shall be made on or before the issuance of the first RUP for each residential building on the Subject Property and shall be based on the actual number of dwelling units built in each building.

If prior to site plan approval for the respective residential buildings, the County should modify, on a countywide basis, the expected ratio of students per subject multi-family unit or the amount of the contribution per student, the amount of the contribution shall be modified for that building to reflect the then current ratio and/or contribution.

54. Arts and Entertainment. The Applicant shall coordinate with the Fairfax Arts Council to identify art related uses such as, but not limited to, theaters, music venues, dance studios, art schools, galleries, art shows or artworks that may be appropriate to include in the Proposed Development. Such uses may, at the Applicant's sole discretion, be included on an interim or permanent basis.

STORMWATER MANAGEMENT

55. Stormwater Management.

- A. Stormwater Management (SWM) measures for the Subject Property shall be designed to protect receiving waters downstream of Tysons Corner by reducing runoff from impervious surfaces using a progressive approach. This progressive approach shall, to the maximum extent practicable, strive to retain on-site and/or reuse the first inch of rainfall. Proposed SWM and Best Management Practice (BMP) facilities shall follow a tiered approach as identified by the County which may include infiltration facilities (where applicable), rainwater harvesting/detention vaults, runoff reducing and other innovative BMPs.

Plans shall make use of certain LID techniques that will aid in runoff volume reduction and promote reuse throughout the site. As a part of the LID techniques proposed, the Applicants shall provide green roofs both intensive and/or extensive on new buildings. Other LID techniques may include, but not be limited to, tree box filters, pervious hardscapes/streetscapes, and stormwater reuse for landscape irrigation and air conditioning unit makeup water.

Additionally, the SWM facilities shall be designed to accommodate not just the pre-developed (existing) peak release rates, but also strive to preserve and/or improve the pre-developed (existing) runoff volumes as contemplated within current LEED requirements, depending on the existing impervious condition. The above noted SWM Facilities shall be designed to (where applicable) meet the requirements of LEED 6.1 and 6.2 for each building/phase of the development based upon the LEED Boundary identified with each building/phase.

- B. At the time of each FDP, the Applicant shall provide calculations for that phase showing the proposed volume reductions and shall work cooperatively with DPWES and DPZ to ensure that the first inch of rainfall is retained or reused to the maximum extent practicable. This requirement may be met on an individual building basis or based upon the total area of the Subject Property excluding existing development. Extended detention facilities and extended release techniques may be used to augment the proposed volume reductions.

Each FDP shall include the location and preliminary design of the SWM facilities including the access points to underground vaults. Access points, detailed at the time of FDP, shall be located outside of the landscape amenity panel and sidewalk zone of the streetscape.

- C. With each subsequent site plan, the Applicant shall provide refined calculations illustrating conformance with the proposed volume reductions shown on the FDP. The specific SWM facilities shall be determined at the time of site plan, and as may be approved by the DPWES. While it is anticipated that compliance with the goal of retaining and/or reusing the first inch of rainfall will be confirmed at site plan by utilizing the proposed retention credits identified by Fairfax County as part of their stormwater spreadsheet, the Applicant reserves the right to utilize any combination of LIDs (existing and future) measures to meet this goal, subject to the review and approval of DPWES.

It is understood that seasonal variations in reuse water demand will create fluctuations in the draw down period, and as such, the stormwater system will be designed (to the extent practicable) to not exceed 10 days of storage. If storage time exceeds 10 days, the Applicant shall have the right to discharge excess volumes off site at release rates as allowed by the PFM or approved by the Director. It is further understood that interim or temporary SWM and BMP measures may be required during any interim phase of the Proposed Development.

MISCELLANEOUS

56. Zoning Administrator Consideration. Notwithstanding the foregoing, upon demonstration by the Applicant that, despite diligent efforts or due to factors beyond the Applicant's control, the required transportation, publicly accessible park areas, athletic field improvements, or other proffered improvements have been delayed (due to, but not limited to an inability to secure necessary permission for utility relocations and/or VDOT approval for traffic signals, necessary easements, site plan approval, etc.) beyond the timeframes specified, the Zoning Administrator may agree to a later date for completion of these improvement(s).
57. Condemnation Procedures. Should the development of the Subject Property in accordance with these Proffers require acquisition of property, rights-of-way and/or easements from parcels that are not part of the Subject Property (collectively referred to as the "Off-Site Parcels"). The Applicant shall use its good faith efforts and offer a

reasonable fair market value for said property, right-of-way and/or easements. In the event the Applicant is not able to acquire the property, rights-of way and/or easements from the Off-Site Parcels necessary to fulfill the obligations described herein, the Applicant shall demonstrate its efforts in writing and submit a written request to Fairfax County to acquire the property, rights-of way and easements by means of its condemnation powers.

In conjunction with any such request, the Applicant shall forward to the appropriate County agency: (a) plat, plans and profiles showing the necessary property, rights-of way and/or easements to be acquired; (b) an appraisal, prepared by a MAI (Member of the Appraisal Institute) independent appraiser approved by the County, of the value of the property, rights-of way and/or easements to be acquired and of all damages, if any, to the residue of the Off-Site Parcel; (c) a sixty (60) year title search certificate of the Off-Site Parcel from which the property, rights-of way and/or easement is to be acquired; and (d) cash in an amount equal to appraised value of the property, rights-of-way and easements and of all damages to the residue of the Off-Site Parcel; and (e) a copy of written offers and counteroffers and evidence of owners refusal of such offers and counteroffers. In the event the Owner of the Off-Site Parcel is awarded more than the appraised value of the Off-Site Parcel and of the damages to the residue in a condemnation suit, the Applicant shall pay the amount of the award in excess of cash amount to the County within fifteen (15) calendar days of said award. It is understood that the Applicant upon demand shall pay all other costs incurred by the County in acquiring the easements to the County.

Prior to and during any potential condemnation proceedings, the Applicant, its successors and assigns, shall be permitted, at its own risk, to submit, process and receive approval of the Site Plan and related subdivision plat(s), easement plats, development permits, building plan approvals and building permits for other portions of the Subject Property.

58. Metrorail Tax District Buyout for Certain Residential Uses. At least sixty days prior to recording any residential condominium documents for portions of the Subject Property located within the now existing Phase I Dulles Rail Transportation Improvement District (the "Phase I District"), the Applicant shall provide a written notice to the Director of the Real Estate Division of the Fairfax County Department of Tax Administration advising that the Applicant intends to record condominium documents for that portion of the Subject Property. Prior to recording the condominium documents, the Applicant shall pay to Fairfax County a sum equal to the then-present value of Phase I District taxes based on the use of that portion of the Subject Property subject to the condominium prior to this Rezoning that will be lost as a result of recording the condominium documents, in accordance with a formula approved by the ~~Fairfax County Board of Supervisors~~.
59. Adjustment in Contribution Amounts. All monetary contributions specified in these Proffers, with the exception of the contributions to the Tysons Grid Fund and public schools, shall adjust on a yearly basis from the base month of January 2013 and change effective each January 1 thereafter, based on changes in the Consumer Price Index for all urban consumers [1982-84=100] (not seasonally adjusted) ("CPI-U"), both as permitted by VA. Code Ann. Section 15.2-2303.3.

60. Advanced Density Credit. Advanced density credit is reserved consistent with the provisions of Par. 4 of Sect. 2-308 of the Zoning Ordinance for all eligible dedications described herein or as may be required by Fairfax County or VDOT.
61. Tysons Partnership. The Applicant and successors shall become a member in the Tysons Partnership, or its residential equivalent.
62. Tree Preservation and Planting Fund Contribution. At the time of site plan approval for the first building on the Subject Property, the Applicant shall contribute \$1,000.00 to the Fairfax County Tree Preservation and Planting Fund
63. Severability. Pursuant to Section 18-204 of the Zoning Ordinance, any portion of the Subject Property may be the subject of a PCA, Special Exception (“SE”), Special Permit (“SP”), or FDPA without joinder and/or consent of the owners of the other portions of the Subject Property, provided that such PCA, SE, SP or FDPA does not materially adversely affect the other phases. Previously approved zoning applications applicable to the balance of the Subject Property that is not the subject of such a PCA, SE, SP or FDPA shall otherwise remain in full force and effect.
64. Successors and Assigns. These Proffers will bind and inure to the benefit of the Applicant and their successors and assigns. Each reference to “Applicant” in this proffer statement shall include within its meaning and shall be binding upon Applicant’s successor(s) in interest and/or the owners from time to time of any portion of the Subject Property during the period of their ownership.
65. Counterparts. These Proffers may be executed in one or more counterparts, each of which when so executed and delivered shall be deemed an original, and all of which taken together shall constitute but one and the same instrument.

{A0546433.DOC / 1 E Proffers 1/28/13 blk 003676 000010}

[SIGNATURES BEGIN ON NEXT PAGE]

APPLICANT/AGENT FOR OWNER OF
TAX MAP 29-3 ((1)) 63C

GEORGELAS GROUP LLC

By: Theodore J. Georgelas
Its: Manager

[SIGNATURES CONTINUE ON NEXT PAGE]

TITLE OWNER OF TAX MAP 29-3 ((1)) 63C

GREENSBORO CENTER LIMITED PARTNERSHIP

By: Greensboro Center's, Inc., its general partner

By: Theodore J. Georgelas

Its: President

[SIGNATURES END]

REZONING AFFIDAVIT

DATE: January 23, 2013
 (enter date affidavit is notarized)

I, Elizabeth D. Baker, agent, do hereby state that I am an
 (enter name of applicant or authorized agent)

(check one) applicant
 applicant's authorized agent listed in Par. 1(a) below

114673c

in Application No.(s): RZ 2010-PR-014-D
 (enter County-assigned application number(s), e.g. RZ 88-V-001)

and that, to the best of my knowledge and belief, the following information is true:

- 1(a). The following constitutes a listing of the names and addresses of all **APPLICANTS, TITLE OWNERS, CONTRACT PURCHASERS, and LESSEES** of the land described in the application,* and, if any of the foregoing is a **TRUSTEE,**** each **BENEFICIARY** of such trust, and all **ATTORNEYS** and **REAL ESTATE BROKERS**, and all **AGENTS** who have acted on behalf of any of the foregoing with respect to the application:

(NOTE: All relationships to the application listed above in **BOLD** print must be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.)

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
Georgelas Group LLC Agents: Aaron J. Georgelas Jonathan M. Adler Theodore J. Georgelas	8405 Greensboro Drive, #P130 McLean, VA 22102	Applicant/Contract Purchaser of Tax Map 29-3 ((1)) 57G and 29-1 ((1)) 18C/Agent for GD Spring Hill Metro, LLC and GDM Spring Hill Station, LLC
B.P. Realty, L.P. Agents: Michael J. Peacock Michael B. Peacock	P.O. Box 3240 McLean, VA 22103	Title Owner of Tax Map 29-3 ((1)) 54A

(check if applicable) There are more relationships to be listed and Par. 1(a) is continued on a "Rezoning Attachment to Par. 1(a)" form.

* In the case of a condominium, the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium.

** List as follows: Name of trustee, Trustee for (name of trust, if applicable), for the benefit of: (state name of each beneficiary).

Rezoning Attachment to Par. 1(a)DATE: January 23, 2013
(enter date affidavit is notarized)

114673 c

for Application No. (s): RZ 2010-PR-014-D
(enter County-assigned application number (s))

(NOTE): All relationships to the application are to be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
McLean Self Storage, LLC Agent: Robert A. Young	6718 Whittier Avenue, #220 McLean, VA 22101	Title Owner of Tax Map 29-3 ((1)) 57
RMC-TYCO, L.L.C. Agents: Ronald P. Rinaldi Paul D. Rinaldi Victor F. Rinaldi John E. Rinaldi Ralph D. Rinaldi	11244F Waples Mill Road Fairfax, Virginia 22030	Title Owner of Tax Map 29-1 ((1)) 18C and 29-3 ((1)) 57G
The Board of Supervisors of Fairfax County, Virginia County Executive/Agent Edward L. Long, Jr.	12000 Government Center Parkway, #533 Fairfax, VA 22035	Title Owner of Tax Map 29-3 ((1)) 57B
GD Spring Hill Metro, LLC Agents: Aaron J. Georgelas Jonathan M. Adler Theodore J. Georgelas Jeffrey B. Dierman	8405 Greensboro Drive, #P130 McLean, VA 22102	Contract Purchaser of Tax Map 29-3 ((1)) 57
Transwestern Commercial Services Agent: Gerald P. Trainor	1667 K Street, N.W., #300 Washington, DC 20006	Real Estate Broker/Agent for Title Owner of Tax Map 29-3 ((1)) 54A

(check if applicable)

There are more relationships to be listed and Par. 1(a) is continued further on a "Rezoning Attachment to Par. 1(a)" form.

Rezoning Attachment to Par. 1(a)

DATE: January 23, 2013
 (enter date affidavit is notarized)

114673c

for Application No. (s): RZ 2010-PR-014-D
 (enter County-assigned application number (s))

(NOTE): All relationships to the application are to be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
WDG Architecture, PLLC Agents: Siti N. Abdul-Rahman C.R. George Dove	1025 Connecticut Avenue, NW Washington, DC 20036	Architect/Agent
ParkerRodriguez, Inc. Agents: Trini M. Rodriguez Daniel A. Avrit Barbara J. Coulston	101 N. Union Street, #320 Alexandria, VA 22314	Landscape Architects/Agent
Walsh, Colucci, Lubeley, Emrich & Walsh, P.C. Agents: Martin D. Walsh Lynne J. Strobel Timothy S. Sampson M. Catharine Puskar Sara V. Mariska G. Evan Pritchard Jonathan D. Puvak Elizabeth D. Baker Inda E. Stagg Elizabeth A. McKeeby	2200 Clarendon Boulevard 13th Floor Arlington, Virginia 22201	Attorneys/Planners/Agent
GDM Spring Hill Station, LLC Agents: Theodore J. Georgelas Jeffrey B. Dierman Thomas M. Mulroy Aaron J. Georgelas Jonathan M. Adler	8405 Greensboro Drive, #P130 McLean, VA 22102	Contract Purchaser of Tax Map 29-3 ((1)) 54A

(check if applicable)

There are more relationships to be listed and Par. 1(a) is continued further on a "Rezoning Attachment to Par. 1(a)" form.

Rezoning Attachment to Par. 1(a).

DATE: January 23, 2013
 (enter date affidavit is notarized)

114673c

for Application No. (s): RZ 2010-PR-014-D
 (enter County-assigned application number (s))

(NOTE): All relationships to the application are to be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
VIKA, Incorporated Agents: John F. Amatetti Robert R. Cochran Robert J. Bosco Philip C. Champagne	8180 Greensboro Drive, #200 McLean, VA 22102	Engineer/Agent
VIKA Virginia, LLC Agents: John F. Amatetti Robert R. Cochran Robert J. Bosco Philip C. Champagne	8180 Greensboro Drive, #200 McLean, VA 22102	Engineer/Agent
M.J. Wells & Associates, Inc. Agents: Terence J. Miller Robin L. Antonucci Christopher R. Kabatt Justin B. Schor Courtney J. Menjivar Michael R. Pinkoske Samuel W. Beneck	1420 Spring Hill Road, Suite 600 McLean, Virginia 22102	Transportation Consultant/ Agent
Phoenix Noise & Vibration LLC Agent: Scott B. Harvey	5216 Chairman's Court, Suite 107 Frederick, MD 21703	Noise Consultant/Agent
Urban Trans Consultants, Inc. Agents: Matthew S. Kaufman Larry Filler (nmi)	1140 Connecticut Avenue, NW, #777 Washington, DC 20036	TDM Consultant/Agent

(check if applicable)

[]

There are more relationships to be listed and Par. 1(a) is continued further on a "Rezoning Attachment to Par. 1(a)" form.

REZONING AFFIDAVIT

DATE: January 23, 2013
(enter date affidavit is notarized)

114673c

for Application No. (s): RZ 2010-PR-014-D
(enter County-assigned application number(s))

1(b). The following constitutes a listing*** of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 10 or less shareholders, a listing of all of the shareholders, **and if the corporation is an owner of the subject land, all of the OFFICERS and DIRECTORS of such corporation:**

(NOTE: Include **SOLE PROPRIETORSHIPS, LIMITED LIABILITY COMPANIES, and REAL ESTATE INVESTMENT TRUSTS** herein.)

CORPORATION INFORMATION

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Georgelas Group LLC
8405 Greensboro Drive, #P-130
McLean, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF SHAREHOLDERS: (enter first name, middle initial, and last name)

Georgelas Management, Inc., sole Member
Theodore J. Georgelas, Manager

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name & title, e.g. **President, Vice President, Secretary, Treasurer, etc.**)

(check if applicable) There is more corporation information and Par. 1(b) is continued on a "Rezoning Attachment 1(b)" form.

*** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, must be broken down successively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of stock. *In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed.* Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.

Rezoning Attachment to Par. 1(b)

DATE: January 23, 2013
(enter date affidavit is notarized)

114673c

for Application No. (s): RZ 2010-PR-014-D
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

WDG Architecture, PLLC
1025 Connecticut Avenue, NW
Washington, DC 20036

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

Managing Members: C. R. George Dove, Malcolm D. Dixon, Frederick B. Hammann II, Eric J. Liebmann, Marc Nathanson (nmi), Jeffrey A. Morris
Members: Robert C. Keane

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

VIKA, Incorporated
8180 Greensboro Drive, Suite 200
McLean, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

John F. Amatetti, Charles A. Irish, Jr., Harry L. Jenkins, Robert R. Cochran, Mark G. Morelock, Jeffrey B. Amateau, Kyle U. Oliver
Philip C. Champagne

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)

DATE: January 23, 2013
(enter date affidavit is notarized)

114673C

for Application No. (s): RZ 2010-PR-014-D
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

ParkerRodriguez, Inc.
101 N. Union Street, Suite 320
Alexandria, VA 22314-3231

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

Trini M. Rodriguez
James E. Parker

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

M.J. Wells & Associates, Inc.
1420 Spring Hill Road, Suite 600
McLean, Virginia 22102

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

M.J. Wells & Associates, Inc. Employee Stock Ownership Trust. All employees are eligible plan participants; however, no one employee owns 10% or more of any class of stock.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)

DATE: January 23, 2013
(enter date affidavit is notarized)

114673c

for Application No. (s): RZ 2010-PR-014-D
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Walsh, Colucci, Lubeley, Emrich & Walsh, P.C.
2200 Clarendon Boulevard, 13th Floor
Arlington, Virginia 22201

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

David J. Bomgardner, E. Andrew Burcher, Thomas J. Colucci, Michael J. Coughlin, Peter M. Dolan, Jr., Jay du Von, William A. Fogarty, John H. Foote, H. Mark Goetzman, Bryan H. Guidash, Michael D. Lubeley, J. Randall Minchew, M. Catharine Puskar, John E. Rinaldi, Kathleen H. Smith, Lynne J. Strobel, Garth M. Wainman, Nan E. Walsh, Martin D. Walsh

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Georgelas Management, Inc.
8405 Greensboro Drive, #P130
McLean, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Theodore J. Georgelas
Anthony J. Georgelas

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

Officers: Theodore J. Georgelas, President; Anthony J. Georgelas, VP; William M. Galayda, Secretary
Directors: Theodore J. Georgelas, Anthony J. Georgelas

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)

DATE: January 23, 2013
(enter date affidavit is notarized)

114673c

for Application No. (s): RZ 2010-PR-014-D
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

VIKA Virginia, LLC
8180 Greensboro Drive, #200
McLean, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

John F. Amatitti, Charles A. Irish, Jr., Jeffrey B. Amateau, Philip C. Champagne, Robert R. Cochran, Harry L. Jenkins, Kyle U. Oliver, Mark R. Morelock

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

GD Spring Hill Metro, LLC
8405 Greensboro Drive, #P130
McLean, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Managers/Members: Theodore J. Georgelas, Jeffrey B. Dierman

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)

DATE: January 23, 2013
(enter date affidavit is notarized)

114673c

for Application No. (s): RZ 2010-PR-014-D
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

GDM Spring Hill Station, LLC
8405 Greensboro Drive, #P130
McLean, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

Managers: Theodore J. Georgelas, Jeffrey B. Dierman, Thomas M. Mulroy
Members: T-Rex Peacock LLC, Georgelas-Springhill, LLC, Georgelas Spring Hill Equity, LLC, DRG-Springhill, LLC,
Jeffrey B. Dierman, Tamara S. Dierman
Executive Member: Georgelas-Springhill, LLC

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Phoenix Noise & Vibration LLC
5216 Chairman's Court, Suite 107
Frederick, MD 21703

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Scott B. Harvey, Karen Q. Marble-Hall, Mark W. Heaney, Rhonda E. Cleveland, Joseph G. Harvey, Tommie J. Harvey

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)

DATE: January 23, 2013
(enter date affidavit is notarized)

114673C

for Application No. (s): RZ 2010-PR-014-D
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Transwestern Commercial Services
1667 K Street, N.W., #300
Washington, DC 20006

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

Robert D. Duncan

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

Robert D. Duncan, Chairman; Larry P. Heard, President & CEO; Mark (nmi) Doran, COO; Steve (nmi) Harding, CFO
Directors: Alan Harrington, Caulley Deringer, Colleen Doran, Don Wilson, Brant Landry, Chip Clarke, Dave Rock, Doug Little, Brian Gammill, Chuck Howard, David Baker, Eric Anderson, Eric Johnson, Jack Elmer, Joseph Stevens, Kevin Roberts, [continued, below]

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Transwestern Commercial Services
1667 K Street, N.W., #300
Washington, DC 20006

[directors, continued]

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

Directors, continued: George Garfield, Jim Achen, Keith Foery, Larry P. Heard, Gerald P. Trainor, Jonathan Larsen, Ken Page, Larry Mendez, Laurie Dotter, Mike Ogden, Peter Prominski, Robert Bagguley, Mark Doran, Patrick Robinson, Phil McCarthy, Robert D. Duncan, Mark Richardson, Pete Larsen, Reid Caldwell, Ron Davis, Stephen Quazzo, Tamara Kos, Walter Byrd, Steve Harding, Tom Hilley, William Zurek, Steve Pumper, Tom McNameey

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)

DATE: January 23, 2013
(enter date affidavit is notarized)

114673c

for Application No. (s): RZ 2010-PR-014-D
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

McLean Self Storage, LLC
6718 Whittier Avenue, #220
McLean, VA 22101

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

The Young Group, Inc., Managing Member
Sherwood Properties, LLC (not LEJ, LLC), Member

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

The Young Group, Inc.
6718 Whittier Avenue, #220
McLean, VA 22101

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Robert A. Young
Nancy B. Young (deceased)

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

Robert A. Young, President/CEO/Director; Nancy B. Young (deceased), former VP/Treasurer

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)

DATE: January 23, 2013
(enter date affidavit is notarized)

114673c

for Application No. (s): RZ 2010-PR-014-D
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Sherwood Properties, LLC
6718 Whittier Avenue, #220
McLean, VA 22101

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

Leslie C. Johnson, Manager/Member
Jeffrey M. Johnson, Manager/Member

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

RMC-TYCO, L.L.C.
11244F Waples Mill Road
Fairfax, Virginia 22030

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Ravenwood Management Company, RLLLP, Managing Member
Ronald P. Rinaldi, Member
Barbara A. Rinaldi, Member

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)

DATE: January 23, 2013
(enter date affidavit is notarized)

114673c

for Application No. (s): RZ 2010-PR-014-D
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

MB Peacock, LLC
P.O. Box 3240
McLean, VA 22103

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

Michael B. Peacock, Sole Manager/Member

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

Board of Managers: Michael B. Peacock

Michael B. Peacock, President & CEO, Michael J. Peacock, VP

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Peacock Buick, Inc.
P.O. Box 3240
McLean, VA 22103

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Michael B. Peacock, Michael J. Peacock, Jennifer D. Peacock, Joan F. Smith, James (nmi) Burns

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

Michael B. Peacock, Director, President; Michael J. Peacock, VP

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)

DATE: January 23, 2013
(enter date affidavit is notarized)

114673c

for Application No. (s): RZ 2010-PR-014-D
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Urban Trans Consultants, Inc.
1140 Connecticut Avenue, NW, #777
Washington, DC 20036

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

Joddie A. Gray
Matthew S. Kaufman
Aaron D. Gaul
Jessica E. Hindman

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

T-Rex Peacock LLC
8405 Greensboro Drive, Suite P130
McLean, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

T-Rex Peacock Holdings LLC, Sole Member/Manager

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)

DATE: January 23, 2013
(enter date affidavit is notarized)

114673c

for Application No. (s): RZ 2010-PR-014-D
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

T-Rex Peacock Holdings LLC
8405 Greensboro Drive, Suite P130
McLean, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

T-Rex, LLC, Sole Member/Manager

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

T-Rex, LLC
8405 Greensboro Drive, Suite P130
McLean, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Members: Thomas M. Mulroy, Mulroy Family Limited Partnership

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)

DATE: January 23, 2013
(enter date affidavit is notarized)

114673c

for Application No. (s): RZ 2010-PR-014-D
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Georgelas-Springhill, LLC,
8405 Greensboro Drive, #P130
McLean, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

Managers/Members: Thodore J. Georgelas, Anthony J. Georgelas, Aaron J. Georgelas

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Georgelas Spring Hill Equity, LLC
8405 Greensboro Drive, #P130
McLean, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Managers/Members: Thodore J. Georgelas, Anthony J. Georgelas

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)

DATE: January 23, 2013
(enter date affidavit is notarized)

114673c

for Application No. (s): RZ 2010-PR-014-D
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

DRG-Springhill, LLC
1313 Dolley Madison Rd, Ste 401
McLean, VA 22101-3952

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

Manager: Jeffrey B. Dierman
Members: Jeffrey B. Dierman, Tamara S. Dierman, Dierman Children Investors, LLC, Katherine (nmi) Baumgartner, Victoria B. Larson

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Dierman Children Investors, LLC
1313 Dolley Madison Rd, Ste 401
McLean, VA 22101-3952

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Managers: Jeffrey B. Dierman, Tamara S. Dierman
Members: Christopher B. Dierman, Nicholas A. Dierman, Whitney A. Dierman, Tanner A. Dierman

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

REZONING AFFIDAVIT

DATE: January 23, 2013
(enter date affidavit is notarized)

114673c

for Application No. (s): RZ 2010-PR-014-D
(enter County-assigned application number(s))

1(c). The following constitutes a listing*** of all of the PARTNERS, both GENERAL and LIMITED, in any partnership disclosed in this affidavit:

PARTNERSHIP INFORMATION

PARTNERSHIP NAME & ADDRESS: (enter complete name, number, street, city, state and zip code)

B.P. Realty, L.P.
P.O. Box 3240
McLean, VA 22103

(check if applicable) The above-listed partnership has no limited partners.

NAMES AND TITLE OF THE PARTNERS (enter first name, middle initial, last name, and title, e.g. **General Partner, Limited Partner, or General and Limited Partner**)

General Partner:
MB Peacock, LLC

Limited Partners:
Michael B. Peacock
Peacock Buick, Inc.
Norman Bernstein Family Generation Trust dated April 12, 2006 f/b/o Michael J. Peacock, Jennifer D. Peacock and Michael B. Peacock

(check if applicable) There is more partnership information and Par. 1(c) is continued on a "Rezoning Attachment to Par. 1(c)" form.

*** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, must be broken down successively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of stock. *In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER or LESSEE* of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed.* Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.

Rezoning Attachment to Par. 1(c)

DATE: January 23, 2013
(enter date affidavit is notarized)

114673c

for Application No. (s): RZ 2010-PR-014-D
(enter County-assigned application number (s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

Ravenwood Management Company, RLLLP
11244F Waples Mill Road
Fairfax, Virginia 22030

(check if applicable) The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g.,
General Partner, Limited Partner, or General and Limited Partner)

General Partners:

Paul D. Rinaldi
Victor F. Rinaldi

Limited Partners:

John E. Rinaldi
Katreen L. Lombardo
Elizabeth (nmi) Williams
Daniel (nmi) Rinaldi
Ralph D. Rinaldi
Margaret A. Cottrell
Katherine L. Siu
Carrie G. Rinaldi
Katreen K. Rinaldi
Mary M. Rinaldi

(check if applicable) There is more partnership information and Par. 1(c) is continued further on a
"Rezoning Attachment to Par. 1(c)" form.

Rezoning Attachment to Par. 1(c)

DATE: January 23, 2013
(enter date affidavit is notarized)

114673c

for Application No. (s): RZ 2010-PR-014-D
(enter County-assigned application number (s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

Mulroy Family Limited Partnership
8405 Greensboro Drive, Suite P130
McLean, VA 22102

(check if applicable) The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g.,
General Partner, Limited Partner, or General and Limited Partner)

General Partner: Thomas M. Mulroy

Limited Partners:

Thomas M. Mulroy
Dorothy E. Mulroy
Mulroy 1999 Family Trust f/b/o Faith E.
Mulroy, Thomas J. Mulroy, Michael J.
Mulroy

(check if applicable) There is more partnership information and Par. 1(c) is continued further on a
"Rezoning Attachment to Par. 1(c)" form.

REZONING AFFIDAVIT

DATE: January 23, 2013
(enter date affidavit is notarized)

114673c

for Application No. (s): RZ 2010-PR-014-D
(enter County-assigned application number(s))

1(d). One of the following boxes **must** be checked:

In addition to the names listed in Paragraphs 1(a), 1(b), and 1(c) above, the following is a listing of any and all other individuals who own in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE*** of the land:

Other than the names listed in Paragraphs 1(a), 1(b), and 1(c) above, no individual owns in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE*** of the land.

2. That no member of the Fairfax County Board of Supervisors, Planning Commission, or any member of his or her immediate household owns or has any financial interest in the subject land either individually, by ownership of stock in a corporation owning such land, or through an interest in a partnership owning such land.

EXCEPT AS FOLLOWS: (NOTE: If answer is none, enter "NONE" on the line below.)

None

(check if applicable) There are more interests to be listed and Par. 2 is continued on a "Rezoning Attachment to Par. 2" form.

REZONING AFFIDAVIT

DATE: January 23, 2013
(enter date affidavit is notarized)

114673c

for Application No. (s): RZ 2010-PR-014-D
(enter County-assigned application number(s))

3. That within the twelve-month period prior to the public hearing of this application, no member of the Fairfax County Board of Supervisors, Planning Commission, or any member of his or her immediate household, either directly or by way of partnership in which any of them is a partner, employee, agent, or attorney, or through a partner of any of them, or through a corporation in which any of them is an officer, director, employee, agent, or attorney or holds 10% or more of the outstanding bonds or shares of stock of a particular class, has, or has had any business or financial relationship, other than any ordinary depositor or customer relationship with or by a retail establishment, public utility, or bank, including any gift or donation having a value of more than \$100, singularly or in the aggregate, with any of those listed in Par. 1 above.

EXCEPT AS FOLLOWS: (NOTE: If answer is none, enter "NONE" on line below.)
Within the twelve-month period prior to the public hearing, Theodore J. Georgelas donated excess of \$100 to Pat Herrity for Supervisor.

(NOTE: Business or financial relationships of the type described in this paragraph that arise after the filing of this application and before each public hearing must be disclosed prior to the public hearings. See Par. 4 below.)

(check if applicable) [] There are more disclosures to be listed and Par. 3 is continued on a "Rezoning Attachment to Par. 3" form.

4. That the information contained in this affidavit is complete, that all partnerships, corporations, and trusts owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land have been listed and broken down, and that prior to each and every public hearing on this matter, I will reexamine this affidavit and provide any changed or supplemental information, including business or financial relationships of the type described in Paragraph 3 above, that arise on or after the date of this application.

WITNESS the following signature: Elizabeth D. Baker
(check one) [] Applicant [x] Applicant's Authorized Agent
Elizabeth D. Baker, agent
(type or print first name, middle initial, last name, and title of signee)

Subscribed and sworn to before me this 23 day of January, 2013, in the State/Comm. of Virginia, County/City of Arlington.

Kimberly K. Follis
Notary Public

My commission expires: 11/30/2015

